

Lorain - International
Festival

CODE OF REGULATIONS
THE INTERNATIONAL ASSOCIATION
OF
LORAIN

205 Fifth Street
Lorain, Ohio
(216) 244-2292

CODE OF REGULATIONS

THE INTERNATIONAL ASSOCIATION OF LORAIN

ARTICLE I

NAME

Section One. Name

The name of this organization shall be the "International Association of Lorain" herein after referred to as the "Lorain International Association".

ARTICLE II

PURPOSE

Section Two. Purpose

The purpose of this organization shall be:

- a. To encourage and promote the building and establishment of Lorain, Ohio as the International City;
- b. To plan, sponsor, participate in, and carry out civic festivities and activities incident to the holding each year of an International Festival including, but not limited to parades, pageants, balls, bazaars, international breakfasts, regattas, athletic contests, world affairs councils, seminars, lectures, international markets, flower gardens, community beautification, concerts, folk dancing and capital improvements with an international theme;
- c. To promote Lorain, Ohio as an international port and center of international commerce;

APPROVED BY THE BOARD OF TRUSTEES
OF THE INTERNATIONAL ASSOCIATION OF LORAIN

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- d. To develop pride in the cultural and spiritual heritage of the people of Lorain, Ohio, by honoring customs and traditions of the lands of their origin and ancestry;
- e. To promote patriotism and unity in the United States and assist the extension of equal opportunity to Americans of all races, creeds, and nationalities;
- f. To foster international cooperation, understanding and good will;
- g. To carry out the foregoing purposes in concert and cooperation with other agencies or organizations where deemed appropriate; to purchase, sell, lease and otherwise acquire and dispose of real and personal property; to borrow money, issue notes, give security interests in property real or personal and otherwise raise and expend money for the undertaking and maintenances of any of the foregoing purposes, programs, and activities; and to do all things necessary or related thereto.

ARTICLE III
GEOGRAPHIC AREA

Section One. Geographic Area

The Lorain International Association is devoted to the development and continuation of ethnic heritages, cultures and customs, and as such, includes the City of Lorain and surrounding communities.

ARTICLE IV
CORPORATE MEMBERSHIP

Section One. Membership

The Corporate Membership of the Lorain International Association shall be comprised of those

citizens who have expressed a desire and willingness to serve in this capacity. Corporate members shall pay a \$1.00 lifetime fee and their names shall be written in the Corporate Membership Roll maintained by the Treasurer.

Section Two. Additional Members

Any person may become a corporate member at any time by paying the membership fee. Persons in order to be elected to the Board of Trustees who are not members of the Lorain International Association shall, before their election, become members of the Lorain International Association by paying their membership fee.

Section Three. Annual Meetings

The Annual Meeting of the Corporate Membership shall be held at such time as may be determined by the President. The Corporate members shall elect the Board of Trustees. Notice shall be by public announcement in the daily newspaper.

Section Four. Quorum

A quorum of any meeting of the Corporate Membership shall consist of at least eleven (11) members. Any action by the majority of those present shall be the action of the membership.

ARTICLE V
BOARD OF TRUSTEES

Section One. Numbers

The business of the Lorain International Association shall be managed by a Board of Trustees who are elected by the Corporate Members which shall consist of not less than twenty-seven (27) members elected from the Corporate Membership. Past presidents will automatically be voting members of this committee and will not be included in the twenty-seven.

Section Two. Term of Office

At the annual meeting of the Corporate Membership of the Lorain International Association, trustees shall be elected for a one-year period.

Section Three. Vacancies

The Board of Trustees shall fill any vacancies occurring on the Board of Trustees by the election of a person who shall serve for the remainder of the unexpired term of the person whose resignation, death or removal has created the vacancy.

Section Four. Nominations

The President shall appoint a Nominating Committee consisting of at least seven (7) members of which the immediate two (2) past presidents and the current First Vice President shall be members. The President shall appoint the chairperson of this committee.

The committee shall submit nominations for the Board of Trustees to the Secretary at least fifteen (15) days prior to the Annual Corporate Membership Meeting.

The committee shall submit nominations for the officers to the Secretary at least fifteen (15) days prior to the Annual Corporate Membership Meeting.

The Secretary shall immediately thereafter issue a press release to the daily newspaper setting forth the names of the nominees for the Board of Trustees and the Officers.

Any member may submit names for nomination to either the Board of Trustees or Officers by writing the Secretary five (5) days prior to the Annual Corporate Membership Meeting.

There will be no nominations accepted from the floor at the Annual Corporate Membership Meeting.

Section Five. Meetings

The Board of Trustees shall hold quarterly meetings and others as determined by the Board. The Secretary may also call special meetings upon the written request of five (5) elected members of the Board. The Secretary shall give written notice of each Board meeting, special or regular.

Section Six. Duties

It shall be the duty of the Board of Trustees to establish policies and practices which will encourage participation in and development of the Lorain International Association.

Section Seven. Powers

The Board of Trustees shall have the power to negotiate the sale and purchase of properties consistent with the purposes of the Lorain International Association. They shall also have the power to execute options and lease holdings for the purposes of the Association.

Section Eight. Quorum

A quorum of any meeting of the Board of Trustees shall consist of at least eleven (11) members. Any action by the majority of those present shall be the action of the Board.

ARTICLE VI OFFICERS

Section One. Officers Designated

The Officers of the Lorain International Association shall be President, First Vice-President, Second Vice-President and Treasurer. Such persons as designated by the Board shall be bonded.

Section Two. Election of Officers

The Board of Trustees shall elect officers at its first meeting following the Annual Meeting of the Corporate Membership. Terms of office shall be for one (1) year or until the next election of officers. Elected officers shall be eligible for re-election except that no person shall serve as President for more than two (2) consecutive one-year terms.

Section Three. Duties of Officers

Each officer shall have such powers and duties as ordinarily pertain to his office as well as such

additional duties as are assigned by the Board.

A. President - The President shall preside at all meetings of the Board of Trustees and the Lorain International Association. He shall be an ex-officio member of all committees and shall perform other duties required of him by the Board.

B. First Vice-President - The First Vice-President shall perform the duties of the President in the absence or incapacity of the President and shall assume such other duties and responsibilities as may be assigned by the President.

The First Vice-President shall also be responsible for making the arrangements and reserving facilities for the coming year and to develop a major social or cultural event for the coming year and to develop a major social or cultural event for the coming year to enhance the image and objectives of the Lorain International Association.

C. Second Vice-President - The Second Vice-President shall perform the duties of the President in the absence or incapacity of the First Vice-President and shall assume such other duties and responsibilities as may be assigned by the President.

The Second Vice-President shall also be responsible for the selection and planning connected with the spotlight industry and the spotlight nationality for the coming year.

D. Secretary - The Secretary shall keep accurate minutes of the Lorain International Association and the Board and shall handle all correspondence and other

tasks normally assigned to the Secretary. The Secretary shall also keep at the principle office, a record giving names and addresses of the members. The office of the Secretary shall be held by a person appointed by the President with the approval of the Board of Trustees. The secretary will not be a voting member and the rate of pay will be determined by the Board of Trustees.

E. Treasurer - The Treasurer shall be responsible for the funds of the Lorain International Association. He shall keep or supervise the keeping of the financial books. He shall submit a written report of all receipts and expenditures at each regular meeting of the Board, and shall chair the Finance Committee.

The books of the Treasurer shall be audited annually and at such other times as the Board may deem appropriate. Such audits shall be performed by a public accountant.

Section Four. Vacancies

The President shall appoint, subject to the approval of the Board of Trustees, any Trustee to fill the unexpired term of any officer whose office is vacant because resignation, death or removal has created a vacancy.

ARTICLE VII

CONTRACTS, CHECKS, DEPOSITS, FUNDS, GIFTS AND YEAR

Section One. Contracts

The Board of Trustees may authorize any officer or officers, agent or agents, of the Association to enter into any contract or execute and deliver any instrument in the name and on behalf of the Association and such authority may be general or confined to specific instances.

Section Two. Checks and Drafts

All checks and drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Association shall be signed by such officer or officers, agent or agents, of the Association and in such manner as from time to time shall be determined by the Board of Trustees. The signature of the Treasurer and one other Corporate Officer shall be required.

Section Three. Deposits

All funds of the Association shall be deposited to the credit of the Association in such banks, trust companies, or other depositories, as the Treasurer may select.

Section Four. Gifts

The Board of Trustees may accept on behalf of the Association any contributions, gifts, bequests, or devise for the general purpose or for any special purpose of the Lorain International Association.

Section Five. Fiscal Year

The Association shall operate on a fiscal year beginning October 1st and ending September 30th.

ARTICLE VIII COMMITTEES

Section One. Types of Committees

There shall be two (2) types of committees, Standing Committees and Ad Hoc Committees.

Section Two. Standing Committees

The chairmen and members of Standing Committees, not otherwise provided for in the Code, shall be appointed by the President with the approval of the Board of Trustees and for a designated term of service. The membership of the committees shall try to embrace as many different nationalities as is practical. Standing Committees shall be as follows:

- a. International Week Committee: The president shall appoint a chairperson for a committee or committees for the annual activities which include the Festival, Bazaar, Parade, Fireworks, International Breakfast, Princess Pageant and special events.
- b. Nominating Committee: The President shall appoint the Nominating Committee from the Board of Trustees and the Officers. (See Article V, Section Four for details.)
- c. Finance Committee: The President may appoint a Finance Committee whose duty it will be to make recommendations to the Board of Trustees regarding large expenditures. The Treasurer will be the chairman of the Finance Committee.
- d. Other Standing Committees: The Board of Trustees may establish such other standing committees as shall be necessary for the effective operation of the Lorain International Association consistent with its purpose.

Section Three. Ad Hoc Committees

Ad Hoc Committees shall be those appointed by the President for a specific purpose and shall remain in existence only as long as necessary to accomplish their specific purpose.

ARTICLE IX AMENDMENTS

Section One. Amendments

This Code of Regulations may be amended by a majority vote of the Corporate Membership attending a meeting, provided that notice of such meeting and the purpose, have been duly published in a newspaper at least fifteen (15) days prior to the date of the meeting.

ARTICLE X
DISSOLUTION

NOTES:

Section One. Dissolution

This Lorain International Association may be dissolved by a two-thirds (2/3) vote of the Corporate Membership present at any meeting of the Corporate Membership, provided that notice of such intent is published at least thirty (30) days prior to the date of the meeting. Upon dissolution, all equipment and monies shall be turned over to another non-profit organization as determined by the Corporate Membership

NOTES:

