

BY-LAWS OF THE LIBERIAN EPISCOPAL COMMUNITY IN THE USA (LECUSA)

ARTICLE I. NAME AND ORGANIZATION, PURPOSE/MISSION

Section 1 – Name of the Organization.

The name of the organization shall be “Liberian Episcopal Community in the United States of America,” hereinafter referred to as “LECUSA, Inc.”

Section 2 – Mission

LECUSA shall be an organization with a twofold mission:

- a) To reach out to Episcopalians of Liberian descent residing in the United States of America in order to:
 - i. foster spiritual and pastoral care and be supportive of one another.
 - ii. strengthen their stewardship by being involved and committed in their respective Episcopal churches or other places of worship.
- b) To give back to the Episcopal Church of Liberia by:
 - i. Encouraging missional relations between LECUSA and the Episcopal Church of Liberia;
 - ii. pooling individual and collective resources, as well as soliciting assistance from appropriate agencies for the benefit of the Episcopal Church of Liberia;
 - iii. partnering and networking with appropriate agencies, entities and organizations of The Episcopal Church (TEC), the World-Wide Anglican Communion, and other religious groups in order to promote and encourage mutual relationships with the Episcopal Church of Liberia
 - iv. work with the Episcopal Church of Liberia towards building a self-reliance and sustainable Diocese as per their adopted strategic plan.

ARTICLE II – MEMBERSHIP

Section 1

1. Members of LECUSA shall be Episcopalians of Liberian descent who are residing in the United States of America and are in good standing.
2. Affiliate Membership shall be open also to non-Liberians who have and continue to support the Episcopal Church of Liberia through one or more of its mission activities such as educational and health institutions and/or as missionaries otherwise.
3. To be in good standing, retired ordained and all lay members must attend meetings regularly and participate in other events, as well as pay their annual due.

Section 2 – Membership Dues

- a) The membership due for active members of LECUSA is \$100 annually
- b) The membership due for retired members of LECUSA is \$50 annually

ARTICLE III – OFFICERS AND EXECUTIVE COMMITTEE

Section 1 – The officers of LECUSA shall be: **President, Vice President, Secretary, Treasurer, Financial Secretary, Chaplain, and Parliamentarian.**

Section 2 – The **President** shall lead the team of officers, act as spokesperson for LECUSA, convene and preside at meetings of the organization and see to it that decisions of the organization are carried out. The President shall deliver a report on the state of LECUSA at the Annual Gathering and special meetings.

Section 3 – The **Vice President** shall assist the President in carrying out the goals and objectives of LECUSA. In the absence of the President, all duties and responsibilities as set forth in Section 2 above shall be transferred and performed by the Vice President.

Section 4 – The **Secretary** shall keep the records of correspondence of the organization, keep accurate minutes of called and special meetings, and receive and issue correspondences upon the directive of the President and the Executive Committee and/or mandate of the Annual Gathering.

Section 5 – The **Treasurer** shall serve as Chief Financial Officer of LECUSA, S/He shall disburse monies upon written or electronic request from the President and approved by the elected officers. The Treasurer shall provide to the Executive Committee, whenever requested, an accounting of the financial transactions of the organization, perform such other duties as may from time to time be prescribed by the officers, ensure that an annual audit of the organization is conducted, and provide written financial reports to the organization at the Annual Gathering or special meetings.

Section 6 – The **Financial Secretary** shall collect and receive all monies on behalf of LECUSA, deposit them in the organization’s bank account (s) and transmit the appropriate documentation to the Treasurer. S/He shall keep records of said transactions. The Financial Secretary shall provide written reports to LECUSA at regular or special meetings, or upon request by the Executive Committee of LECUSA.

Section 7 – The **Chaplain** shall be responsible for religious and spiritual aspects of the organization and shall coordinate the pastoral care committee for the spiritual growth and wellbeing of the members of the Liberian Episcopal Community in the United States.

Section 8 – The **Parliamentarian** shall ensure that Robert’s rules of Order are observed during meetings of LECUSA, S/He shall have authority to impose sanctions on violators of decorum and etiquette during meetings.

ARTICLE IV – ELECTIONS AND TERMS OF OFFICE

Section 1

a) Elections: Election of officers shall take place at the annual Gathering of LECUSA. Notice of nominations for vacant positions shall be given to the general membership via electronic means and by posting on the LECUSA’s website and other electronic platforms no later than four (4) weeks in advance of the Annual Gathering at which election is to take place.

b) A “Know Your Nominees” notice shall be distributed by the Elections Committee two (2) months before the election, detailing the nominees’ motivations and qualifications.

c) Elections shall be held by secret ballot.

d) A simple majority shall be sufficient to determine a winner. Tie votes shall be recast until a winner emerges.

Section 2 – Eligibility for Election: Members desirous of contesting for offices in LECUSA must be in good standing, must have attended at least one of the last four Annual Gatherings not including the electing Annual Gathering, paid their annual dues for the last three years including the electing Gathering, and must be present for the election.

Section 3 – Tenure: Elected officers of LECUSA shall serve for a period of two years and may be reelected for another term in one elected position. An officer having served two consecutive terms must sit out at least one term before being nominated to the same position.

Section 4 – Resignation: The President may resign at any time by giving thirty days' written notice to the Executive Committee. Any other officer may resign at any time by giving thirty days' written notice to the President. A resignation shall take effect upon acceptance of said resignation by the Executive Committee or the President.

Section 5 – Removal: Any officer may be removed from office for cause or failure to perform the duties of the position. When necessary to initiate removal proceedings, where such proceedings are deemed urgent enough to take place not within the context of an Annual Gathering, a Special Electronic Meeting may be called with sufficient notice to the membership via email in which the appropriate officer shall lay out clearly and concisely the charge(s) and the means for indicating one's consent or dissent to the motion. The vote for the removal of an officer shall require the simple majority of the members of LECUSA present at the Special Electronic Meeting called for that purpose or at the Annual Gathering.

Section 6 – Vacancy: a) A vacancy in any position occasioned by death, resignation, or otherwise incapacitation, which may be filled by any member in good standing and meets the qualifications for that office, shall be filled for the unexpired term by a simple majority vote of the Executive Committee. b) A vacancy occasioned by removal shall be filled by a simple majority vote of the eligible members present and voting at the Annual Gathering or a Special Electronic Meeting.

ARTICLE V – ADVISORS/TRUSTEES

Section 1 – The Executive Committee acting on a simple majority vote of LECUSA may appoint advisors to serve the interest of LECUSA, any and all of whom may or may not be non-native Liberians.

Section 2 -- Advisors will serve as resource persons to the President, to be called on for consultation by the President.

Section 3 – LECUSA shall establish a Board of Trustees and develop guidelines for the function of a board of trustee in accordance with the appropriate Laws of the United States of America.

ARTICLE VI – FINANCIAL POLICIES

Section 1 – Books and Records

a) LECUSA shall keep correct and complete books and records, including digital records, necessary and appropriate to the conduct of the corporate business in accordance with the appropriate Laws of the United States of America.

b) There shall be an annual audit of the finances of LECUSA

Section 2 – Documents to be preserved shall include, but not be limited to the following:

- a) Records of all proceedings of regular and special meetings
- b) Audited financial statements of the organization
- c) Articles of incorporation
- d) Official Registration {501c (3)} with the Internal Revenue Service of the United States.
- e) By-Laws of LECUSA and all amendments and restatements thereto.

Section 3 – The Secretary of LECUSA shall be custodian of the Articles of Incorporation; the Official 501c (3) Registration, By-Laws, minutes of regular and special meetings, of the Executive Committee and other committees, and correspondence not within the purview of the finance officers.

Section 4 – The Finance Officers – Treasurer and Financial Secretary – shall be custodians of LECUSA’s bank statements, check books, vouchers, audits, and other relevant financial documents.

Section 5 – Checks, drafts, or orders for the payment of money, notes or other evidences of indebtedness issued in the name of LECUSA, must carry the signatures of at least two officers in order to be honored, one of whom must be the Treasurer, upon written approval of the President and/or upon a decision taken at a duly called meeting of the general membership or of the Executive Committee.

Section 6 – Funds belonging to LECUSA shall be deposited from time to time to the credit of LECUSA in such banks, trust companies or other depositories as the Executive Committee may select and direct.

ARTICLE VII – MEETINGS

Section 1 – The Annual Gathering of the Liberian Episcopal Community in the USA (LECUSA) shall convene at a designated place and time determined at the previous Gathering. An alternate site shall be selected to replace the chosen site should circumstance beyond the control of LECUSA dictate. A simple notice via email and web posting of such change(s) shall be given to the members and the public

Section 2 – LECUSA shall also meet for special meetings via teleconferences or other electronic means as the need arises, upon advanced notice given via email and web posting not later than two (2) weeks in advance.

Section 3 – One more than half of the members in good standing of LECUSA in attendance at the Annual Gathering or special called meeting, shall constitute a quorum for the transaction of business, and decisions made at such meetings shall be binding upon all members of LECUSA.

Section 4 – During the business meetings of LECUSA, written reports shall be presented by officers and committees as prescribed in these By-Laws.

ARTICLE VIII – COMMITTEES

Section 1 – LECUSA shall have the following Standing and Ad Hoc committees as may be necessary from time to time. The President, with the consent of the Executive Committee shall appoint members of

the various committees. The President shall serve as an ex-officio member of all committees except the Nominating Committee but may appoint an officer to serve as a liaison to the Nominating Committee.

Section 2 – Standing Committees of f LECUSA shall include:

Executive Committee:

- a. Membership - shall consist of the elected officers, chairpersons of Standing Committees, the President and secretary of chapters and the immediate past Presidents of the national organization. The immediate past Presidents and Secretaries of chapters shall serve for only one term on the Executive committee. The President shall be the head of and preside at meetings of the Executive Committee.
- b. Duties - It shall be the responsibility of the Executive Committee to implement the decisions of the Annual Gathering, authorize financial disbursements and timely authorize an annual audit of the finances of the organization.

Finance Committee:

- a) Membership - shall comprise the treasurer, the financial secretary and two additional members appointed by the President. The treasurer shall be chair of the Committee.
- b) Duties - shall oversee the financial transactions of LECUSA, ensure that members are current with their dues payment, prepare and submit an annual budget of LECUSA for the approval of the Annual Gathering, and implement the annual audit of the organization's finances.

Fundraising Committee:

- a) Membership - shall comprise not less than three and not more than five members of LECUSA.
- b) Duties - The Committee shall be responsible for identifying potential donors as well as organize and implement programs to raise funds for LECUSA.

Pastoral Care Committee:

- a) Membership - shall comprise not less than three and not more than five members of LECUSA.
- b) Duties - The Committee shall represent LECUSA in matters requiring pastoral care and assistance to members of LECUSA and their families.

Membership and Outreach Committee:

- a) Membership - shall comprise not less than three and not more than five members of LECUSA.
- b) Duties - The Committee shall be responsible to recruit members, coordinate the formation of chapters, and keep a current and accurate roster of the membership of LECUSA.

Section 3 – **Ad Hoc Committees of LECUSA:** The President shall appoint ad hoc committees for specific purposes and limited time as may be necessary.

- a) The **Annual Gathering Host Committee** shall consist of local members of the next annual Gathering venue and shall be responsible to plan and execute the program for the meeting, in consultation with the Executive Committee.

b) An **Elections Committee** shall be appointed by the President with the advice and consent of the Executive Committee.

ARTICLE IX – CHAPTERS

Section 1 – Identity, Purpose and Formation

- a) LECUSA may establish single or multi-state chapters for the purpose of living out LECUSA’s mission among Liberian Episcopalians residing in the different States.
- b) At least ten (10) active Liberian Episcopalians in good standing in a State may petition LECUSA to form a chapter. Of those ten (10) Liberian Episcopalians, at least three (3) must have attended at least one of the last two annual Gatherings.
- c) In order to form a chapter, the ten (10) Liberian Episcopalians must submit a letter to the Executive Committee at least sixty (60) days before the next Annual Gathering, requesting authority to form a local LECUSA chapter, which letter must contain the information outlined in the sections below.
- d) The Executive Committee, upon examination of the documents submitted, shall decide by consensus vote – or not – to lay the petition before the next Annual Gathering.
- e) At least three (3) of the ten (10) members signing the letter must attend the next Annual Gathering where through a simple majority vote, LECUSA shall decide whether or not to authorize a chapter.

Section 2 – Trans-State Chapters

- a) Members wishing to form a chapter comprising two or three states shall follow the same process outlined above except that the number of signatories wishing to form a multiple state chapter shall be twenty (20) for a two-state chapter and thirty (30) for a three-state chapter, and must represent Liberian Episcopalians from each state. At least of the required signatories to the letter must attend the next Annual Gathering where through a simple majority vote, LECUSA shall decide whether or not to authorize a chapter.

Section 3 – National-Chapter Relationship

- a) A chapter shall be an integral part of LECUSA, operate under LECUSA’s corporate status and shall be considered in a “central organization (LECUSA/subordinate organization - chapter)” relationship as defined by the Internal Revenue Service in order to qualify for a Group Exemption under IRS Regulations.
- b) A LECUSA Chapter must fulfill all appropriate requirements: financial, record-keeping, etc., to enable LECUSA to maintain its 501 C (3) status per the Internal Revenue Service guidelines.

Section 4 Chapter Name and Governance

- a) Each Chapter authorized by LECUSA must include “LECUSA” in its proposed name followed by the name of the state, or a geographical area for more than one state, that identifies where the chapter is formed. Example: LECUSA-GA
- b) Chapters shall elect officers with responsibilities (job descriptions) as provided for in their By-Laws.

Section 5 – Chapter Membership A chapter’s membership requirements or qualifications shall be consistent with the membership requirements and qualifications of the national organization.

Section 6 – Chapter Guidelines/By-Laws

- a) A chapter may write its own guidelines and By-Laws, which guidelines and bylaws shall accede to and in no way contravene the National By-Laws. Said guidelines and bylaws shall include but not be limited to the following requirements:
 - i. Name to be LECUSA (State) Chapter
 - ii. Objectives of the chapter

- iii. Election of chapter officers
- iv. Meeting time and regulations
- v. Committees
- vi. Dissolution

b) After each amendment, a chapter shall provide copies of its approved Guidelines and By-laws to the national Officers of LECUSA to ensure the common mission of LECUSA is being served and that LECUSA is in compliance with its 501 C (3) status.

Section 7 – Chapter Goals and Responsibilities

A chapter’s duties and responsibilities shall include but not limited to the following:

- a) Transact its own business including fundraising, dues payment, and contributions to support the annual budget of the chapter
- b) Promote membership recruitment and retention in collaboration with the national Membership Committee.
- c) Ascertain the needs of Liberian Episcopalians in their coverage area in order to provide spiritual, emotional and material support where necessary.
- d) Notify the national leadership of emerging and prevailing crises, as well as provide annual updates on the status of its members to the national leadership.
- e) Encourage and ensure that chapter members’ dues are paid to the national treasurer
- f) Provide names of chapter members and Officers who shall attend the LECUSA Annual Gathering.
- g) Fully engage and participate in LECUSA National’s Programs or projects as a single body and support the goals and purposes for those programs or projects.
- h) Submit an annual written report to the national leadership on or before February 1st. The report shall cover the activities of the chapter for the reporting year.

ARTICLE X – DISSOLUTION

Section 1 - Of the National Organization - The Liberian Episcopal Community in the USA (LECUSA) may be dissolved in accordance with the laws of the State of North Carolina. Upon dissolution, provisions for payment of all expenses and liabilities must be made, and all remaining assets be distributed to such organizations as shall at the time qualify under Section 501 C (3) of the Internal Revenue Code of 1986 and subsequent amendments thereof.

Section 2 - Of Chapters - In the event of the dissolution of a chapter, all assets and liabilities of the said chapter shall revert to the national organization.

ARTICLE XI – RULES OF ORDER

LECUSA shall conduct its meetings according to procedures established by Robert’s Rules of Order.

ARTICLE XII – AMENDMENTS

These Bylaws or any standing rules of order adopted at any Annual Gathering may be amended at a subsequent Annual Gathering by a simple majority vote of those members in good standing present and voting, provided that the proposed amendment is submitted in writing to the national leadership at least fourteen (14) days in advance of the Annual Gathering at which the proposed amendment is to be acted upon.

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These Bylaws were adopted on the 28th day of March 2008 by the members of the Liberian Episcopal Community in the USA (LECUSA) at the 3rd annual Gathering in Charlotte, North Carolina, USA.

Amended April 6, 2013 at the 8th Annual Gathering, St. Mark's Episcopal Church, Suffolk, Virginia, USA.

These By-laws were again amended on April 23, 2022 at the 17th Annual Gathering at the Episcopal Church of Our Savior, Silver Springs, Maryland.