

**By-Laws of
The Latvian Association of the State of Washington
Member Accepted Revision – 1.22.23**

I. Membership

1. Membership will be granted upon receipt of a completed membership application and payment of dues.
2. Members may resign at any time by submitting a resignation verbally or in writing.
3. Members shall pay an annual membership fee. The scale of fees and the due date shall be determined at the annual membership meetings. The rate of fees shall not be changed unless the agenda of the meeting sent to the members provides for such action.
4. In hardship cases the Board of Directors shall have the powers to reduce or waive fees.
5. Upon initiation and payment of the fees the member shall receive a written acknowledgement and copies of the Articles of Incorporation and By-laws (either physical or electronic).
6. Any member of the association whose conduct contradicts the rules and regulations stated in the Articles of Incorporation, Article III, can be expelled.

II. Membership meetings

7. Membership meeting is vested with the highest authority over the association.
8. Membership meetings shall be convened by the Board of Directors who shall inform all members in writing of the time, place and agenda not later than two weeks before the annual meeting, and three days before extra-ordinary meetings. Convening of extra-ordinary meetings may be initiated also by 1/10 of members in good standing by submitting the proposed agenda in writing to the Board of Directors.
9. Annual meeting shall be convened in the month of January or February. At the annual meeting reports shall be presented by the Board of Directors and the Chairs of all committees and sections of the association accounting for their activities during the past year. The annual meeting shall approve the reports, the presented budget and elect the Board of Directors for the next year by a simple majority vote.
10. The Board of Directors shall be elected for one year term, however, the annual meeting by a simple majority vote may choose to elect the Directors for a two or a three year term. Shall the Directors be elected for a two year term, one half of the Directors shall be reelected each year. Shall their mandate be for a three year term, a third of them shall be up for reelection each year.

III. Order of membership meetings

11. Membership meetings, convened in accordance with the by-laws, shall be legal at any number of voting members present.
12. The meeting shall be chaired by a member of the Board of Directors and the minutes shall be taken by the Board Secretary. The meeting shall also elect three members assigned to count votes. Minutes of the meeting shall be signed by the President of the Board or their delegate.
13. Resolutions of the meeting shall be adopted by a simple majority unless specifically required otherwise by the by-laws. Shall the vote result in a draw the resolution shall be further discussed and a subsequent vote reaches a simple majority. Abstaining members shall be regarded not present. The meeting may legally change or nullify any approved resolution by a 3/4 majority vote.
14. Voting at the meetings shall be by a show of hands. Votes shall be counted by the elected vote counters. Members of the Board of Directors shall be elected by secret ballot. Ballot shall always be secret when persons are involved. Secret ballots shall be mandatory if requested by 1/10 of the present members.
15. Decisions to acquire or to liquidate real estate shall be made by meeting only when such proposal is on agenda sent to the members.

IV. Board of Directors

16. The Board of Directors shall consist of three to nine members. The proper number shall be decided by the electing meeting. The first three to nine candidates (whatever the meeting decided) who have the plurality of votes cast by secret ballot shall be the elected. Shall a vacancy occur during the term the Board of Directors may appoint a member of good standing to occupy the vacant position until the next meeting when the vacancy shall be filled by election.
17. The Board of Directors represents the association and conducts the business of the association in accordance with the Articles, the by-laws and their own decisions made in line with directions established by the membership meetings. All official correspondence shall be signed by a member of the Board of Directors.
18. Meetings of the Board of Directors shall be convened by the President or delegate. Meetings shall be quorum if at least one half of the Directors are present, including one of the elected officers. All resolutions shall be approved by a simple majority and by showing of hands. Shall the vote be a draw, the President casts the deciding vote.
19. The place and time of the meeting and the order of notification shall be decided by the Board of Directors.
20. Committees and sections shall also be entitled to send their representatives to the Board of Directors meetings where they shall have voting privileges in matters which affect activities of their units.

VI. Business of the Association

21. In order to pursue the aims of the association the membership meeting may establish funds for specific purposes which support the aims of the association. The Board of Directors shall issue instructions concerning the management and use of funds which shall be approved by the membership meeting.
22. The association may also establish various auxiliary groups (e.g. Trejdeksnitis, Pensioners, Latvian Choir etc.) who shall have representatives who are members of the association in good standing. Reports of their activities shall be presented by the representatives at the annual meeting.
23. An Archivist, elected by the annual meeting, shall be in charge of the association's archives. The Archivist shall report to the Board and to the annual meeting.

VII. Funds and their use

24. Funds of the association shall consist of:
 - a. membership fees as established by the annual meeting;
 - b. surpluses from concerts, shows, etc.;
 - c. gifts, donations and endowments;
 - d. contributions for special purposes.
25. General funds shall be used to finance expenditures as budgeted. The budget for each calendar year shall be proposed by the Board of Directors and approved at the annual meeting.
26. All financial information will be kept accessible to all members of the association for informational and auditing purposes at all times by request.

VIII. Membership in confederations

27. The membership meeting may decide by a simple majority vote to apply for a membership to join other social organizations (e.g. American Latvian Association). Action on such proposal shall be taken only if the agenda sent to the members provides for it.

IX. Change of By-laws

28. By-laws of the association may be changed by 2/3 majority of voting members present, provided such proposal was placed on agenda sent to the members at least two weeks in advance.

X. Liquidation of the Corporation

29. A proposal to liquidate the association may be voted on if placed on the agenda sent to the members at least two weeks in advance. A majority of 3/4 vote of members present shall be required to validate the proposal.
30. The meeting shall elect a Liquidation Committee of at least three members who shall prepare proposals for disposition of the real estate and other assets, and of the archives in conjunction with the directives given to them by the meeting. The liquidation project shall be prepared within two months.
31. The last meeting of all members, convened for the purpose, shall approve the liquidation project and authorize the Liquidation Committee to effect the liquidation by a simple majority vote.