



**National Urban League  
Young Professionals**



**ULGA | YOUNG  
PROFESSIONALS**

Urban League of Greater Atlanta Young Professionals

Bylaws of the Urban League of Greater Atlanta Young Professionals (ULGA-YP)

An auxiliary of the Urban League of Greater Atlanta (ULGA)



**Urban League of  
Greater Atlanta**

***Empowering Communities.  
Changing Lives.***

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## **ARTICLE I: NAME AND PURPOSE**

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### **SECTION 1.1 NAME**

The official name of the organization shall be the Urban League of Greater Atlanta Young Professionals. The proper acronym to be used for any literature, posters, signs, announcements, and publications shall be ULGA-YP.

### **SECTION 1.2 PURPOSE**

The purpose of the ULGA-YP shall be to:

- (a) Provide support for the Urban League of Greater Atlanta (ULGA) through fundraising, community service, public relations, and leadership development.
- (b) Provide a forum for young professionals that fosters professional development, social consciousness, civic involvement, and entrepreneurship by servicing the community.
- (c) Service the youth of Atlanta through community-based programs designed to contribute to the advancement of their social, economic, and professional dispositions.

### **SECTION 1.3 STATEMENT OF NON-PROFIT**

The ULGA-YP shall not be conducted or operated for profit and no part of any profits or remainder or residue from dues or donations to the organization shall inure to the benefit of any member or individual.

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## **ARTICLE II: MEMBERSHIP**

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### **SECTION 2.1 MEMBERSHIP ELIGIBILITY**

A candidate for membership in the ULGA-YP shall be between the ages of twenty-one (21) and forty (40) on the date of application for membership and (ii) pay annual membership dues in an amount and manner as determined by the Executive Committee of the ULGA-YP. A candidate for membership in the ULGA-YP shall become a duly authorized member of the ULGA-YP upon acceptance of their application for membership and receipt of payment of their annual membership dues.

### **SECTION 2.2 ACTIVE MEMBERSHIP REQUIREMENTS**

Active membership of the ULGA-YP comes with an expectation of both philanthropic service to and for the organization, as well as participation in organization wide events. An active member of the ULGA-YP is one who has paid current established financial dues and is duly authorized and attends no less than two (2) general body meetings and records through the ULGA-YP database no less than seven (7) total hours of service to the ULGA-YP through active participation in one the of the following: (a) ULGA-YP sponsored community service program, (b) any ULGA-YP Standing Committee, (c) any ULGA-YP task force or initiative in any calendar year, or (d) performs volunteer hours in support of the ULGA affiliate programs, outreach activities, committees, fundraisers, and other community activities.

### **SECTION 2.3 ANNUAL MEMBERSHIP DUES**

The annual membership dues as established by the Executive Committee of the ULGA-YP shall be payable on or before the member's anniversary date of each year. Dues may be adjusted at the discretion of the Executive Committee. Dues adjustments shall be effective 60 days following membership notification.

### **SECTION 2.4 TERMINATION OF MEMBERSHIP**

Membership may be terminated by self-resignation or a lapse in paid dues.

#### **SECTION 2.4.1 RESIGNATION**

Any member in good standing may resign from the Urban League of Greater Atlanta Young Professionals upon written notice to the Secretary, but no member may resign when in debt to the organization. Dues obligations are considered a debt to the organization and become incurred on the first day of each anniversary date.

#### **SECTION 2.4.2 LAPSING**

A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid the first day after the anniversary date.

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## **ARTICLE III: MEETINGS AND VOTINGS**

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### **SECTION 3.1 MEETINGS OF THE GENERAL BODY**

Events and meetings of the ULGA-YP shall be held at an hour and location designated by the Executive Committee. A quorum of the ULGA-YP is considered those members present at the event/meeting.

#### **SECTION 3.1.1 NUMBER OF MEETINGS MINIMUM**

ULGA-YP will hold a minimum of eight (8) general body meetings per fiscal year.

#### **SECTION 3.2 SPECIAL MEETINGS OF THE GENERAL BODY**

Special meetings may be called by the President, or a majority vote of the members of the Executive Committee who are present and voting at any regular or special meeting of the Executive Committee, or shall be called by the Secretary upon receipt of a petition signed by one-fifth of voting members of the organization who are in good standing, or electronic mail requesting said special meeting. Special meetings shall be held at the place, date, and hour as may be designated by the person or persons authorized to call such meetings. The Secretary shall send notice of such a meeting at least 5 days and not more than 15 days prior to the date of the meeting. No business other than that set forth in the notice of special meeting may be transacted thereat. The quorum for such a meeting shall be considered those members present at the meeting.

### **SECTION 3.3 GENERAL BODY VOTING**

Each eligible member whose dues are paid for the current year and has been a member three (3) months prior to the voting date, shall be entitled to one vote on all matters requiring a vote of the general membership at any meeting of the ULGA-YP general membership at which s/he is present. Mail-in voting, including electronic mail, shall be allowed for the Annual election of

officials, and as determined in other situations by a quorum of the Executive Committee, excluding Executive Committee meetings.

#### **SECTION 3.4 MEETINGS OF THE EXECUTIVE LEADERSHIP TEAM**

Meetings of the Executive Leadership Team shall be held at the hour and place designated by the Executive Leadership Team. The quorum for such a meeting shall be a majority of the Executive Leadership Team.

#### **SECTION 3.5 MEETINGS OF THE EXECUTIVE COMMITTEE**

Meetings of the Executive Committee shall be held at the hour and place designated by the Executive Committee. The quorum for such a meeting shall be a majority of the Executive Committee.

#### **SECTION 3.6 SPECIAL MEETINGS OF THE EXECUTIVE COMMITTEE**

Special meetings of the Executive Committee may be called by the President or shall be called by the Secretary upon receipt of a written request signed by at least three members of the Executive Committee or electronic mail requesting said special Executive Committee meeting from three members of the Executive Committee. Such special meeting shall be held at the place, date, and hour designated by the person or persons authorized to call such meeting. A quorum for such a meeting shall be a majority of the Executive Committee.

#### **SECTION 3.7 VOTING AT MEETINGS OF THE EXECUTIVE COMMITTEE**

Proxy voting will not be permitted at any Executive Committee meeting.

#### **SECTION 3.8 NOTICES**

Any notice required to be delivered to a member pursuant to these bylaws shall be sufficient if made in writing and made via hand delivery, regular postal or electronic mail, and delivered to the latest postal or electronic mail address submitted to the ULGA-YP records by the applicable member.

#### **SECTION 3.9 DEFINITION OF QUORUM**

The quorum shall consist of three-fifths of the members of the Executive Committee, two-thirds of the Executive Leadership Team, and one-fifth of the General Body.

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### **ARTICLE IV: ANNUAL MEETINGS AND ELECTIONS**

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#### **SECTION 4.1 OFFICIAL YEAR**

The official year of the ULGA-YP shall begin July 1<sup>st</sup> and end June 30<sup>th</sup>.

#### **SECTION 4.2 ANNUAL MEETING**

The ULGA-YP annual meeting shall be held no more than 60 days prior to the end of the fiscal year, at which time Officers and Committee Chairs shall be elected by written ballot or electronic ballot, including electronic mail (e-mail) and/or the ULGA-YP election sanctioned digital platform from among those persons nominated in accordance with Section 5.4 of this Article. Officers and Committee Chairs shall take office at the July meeting of the same year. Each

outgoing Officer and Committee Chair shall turn over to his/her successor in office all properties and records relating to that office by June 30<sup>th</sup> of the election year.

### **SECTION 4.3 ELECTIONS**

The nominated candidate for each respective seat for Officer of the Executive Committee and Committee Chair Position of the Executive Leadership Team receiving the greatest number of votes for each office shall be declared elected. In the event of a tie, the winner shall be decided by a run-off election.

### **SECTION 4.4 NOMINATIONS**

- (a) Nominations may be submitted by filing a nomination form provided by the Elections Committee no later than the date specified in the elections timetable. The member being nominated must be an eligible member and must accept the nomination for office before they are to be considered a candidate for the office for which they were nominated. Members may accept nomination as outlined in the Elections Candidate Packet. No person may be a candidate for more than one position, and the additional nominations may be made only from among those members who have not accepted a nomination.
- (b) Eligible members shall include all members who (i) have attended no less than three (3) general body meetings; (ii) commit not less than fifteen (15) total hours of service to the ULGA-YP through active participation, (iii) have been a member of the ULGA-YP for not less than six (6) months and (iv) have completed one ULGA-YP member orientation session; provided, however, that in order to be eligible for election to the offices of President and Vice President a member must have previously served on the Executive Leadership Team for not less than one year or be a member of the Executive Leadership Team who has served since the beginning of the current term.
- (c) Eligible members shall not include any member who has resigned, according to Article 4.5 or any member who was removed by vote according to Article 4.6 applicable to the ULGA-YP fiscal year immediately preceding the next election cycle.

### **SECTION 4.4.1 LACK OF NOMINATION(S)**

In the event of no eligible ULGA-YP member nomination(s) for the role of President, the ULGA President & CEO shall select an Interim President until a special meeting and vote in accordance with Sections 3.6 and 3.7 is held for a new President. The Interim President shall assume all of the rights and responsibilities of the President.

### **SECTION 4.5 ELECTION PROCEDURE**

The election process will be via the voting ballot. Ballots will be tallied by the Election Committee.

### **SECTION 4.6 ELECTIONS TIMETABLE**

The Parliamentarian shall present to the Executive Committee a timetable specifying the completion dates for all aspects of the Elections process (“the Elections Timetable”) no later than sixty (60) days or two (2) calendar months to the day prior to the Annual Elections Meeting, whichever is later.

#### **SECTION 4.6.1 CONTENTS OF THE ELECTION TIMETABLE**

The timeline shall set forth the dates of the nomination period, the timeline for submissions into and the production of the Elections Handbook, the dates of the campaigning period, the deadline for submitting absentee ballots and any other information as assigned by the Executive Committee. The Parliamentarian, in his/her sole discretion, shall have the authority to extend any deadlines set forth in the Elections Timetable.

#### **SECTION 4.6.2 DISTRIBUTION OF THE ELECTIONS TIMETABLE**

The Elections Timetable shall be distributed to all voting body members no later than sixty (60) days or two (2) calendar months to the day prior to the Annual Elections Meeting, whichever is later. The Elections Timeline shall be distributed to all candidates after the Elections Committee has received and approved the candidate's nomination. Any member may receive the Elections Timeline by submitting a written (or emailed) request to the Parliamentarian/Elections Manager.

#### **SECTION 4.7 CAMPAIGNING**

For each Election, the Elections Committee may, but shall not be required to, compile and publish a Campaign Practices Code that may set forth the complete specification of all election guidelines pertaining to the expected conduct of Members. If the Elections Committee publishes a Campaign Practices Code, such Code shall be made available to each candidate, Executive Committee Member, and any other General Body Member who requests it.

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### **ARTICLE V: EXECUTIVE COMMITTEE**

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#### **SECTION 5.1 EXECUTIVE COMMITTEE**

The Executive Committee shall be comprised of the President, Vice President, Secretary, Treasurer, Parliamentarian, and Immediate Past President. All members of the of the Executive Committee except for the Immediate Past President shall be voting members in good standing and shall be elected for two-year terms at the organization's annual meeting. All members of the Executive Committee shall serve until their successors are elected. General and financial management of the organization's affairs shall be entrusted to the Executive Committee.

#### **SECTION 5.2 OFFICERS**

The President, Vice President, Secretary, Treasurer, Parliamentarian, and Immediate Past President of the ULGA-YP shall serve in their respective capacities both with regard to the organization and its meeting as well as the Executive Committee and its meetings.

#### **SECTION 5.2.1 PRESIDENT**

The President shall preside at all meetings of the both ULGA-YP and the Executive Committee and shall have the duties and powers normally pertaining to the office of the President, in addition to those particularly specified in these bylaws. The President shall have power over all aspects of the business, management, and operations of the ULGA-YP.



### **SECTION 5.2.2 VICE PRESIDENT**

The Vice President shall have the duties and exercise the powers of the President in case of the death, absence or incapacity of the President. The Vice-President shall monitor, coordinate, and supervise the activities of each standing committee.

### **SECTION 5.2.3 SECRETARY**

The Secretary shall keep a record of all meetings of the ULGA-YP and all matters of the organization that requires a record to be kept. The Secretary shall notify members of meetings, keep a roll of the members of the organization with their addresses and phone numbers, and carry out such other duties as are presented in these bylaws or requested by the Executive Committee.

### **SECTION 5.2.4 TREASURER**

The Treasurer shall collect and receive all moneys due or belonging to the ULGA-YP. He or she shall deposit all the organization's money in a bank designated by the Executive Committee in the name of the "Urban League Young of Greater Atlanta Professionals" or "ULGA-YP". The Treasurer shall prepare, not less than annually, a detailed financial report (Financial Report) of the previous fiscal year's financial transactions and activity, which sets forth the current financial condition of the ULGA-YP and shall provide such financial report to all active ULGA-YP members, not less than annually. Upon written request, the ULGA-YP shall deliver a copy of the Financial Report to any active member so requesting as promptly as practicable, but not later than thirty (30) days following such written request. The ULGA-YP books and financial records shall by open to an audit at any time at the discretion of the Executive Committee.

### **SECTION 5.2.5 PARLIAMENTARIAN**

The Parliamentarian shall prescribe procedures of the protocol and shall interpret these Bylaws at any meeting of the Executive Committee, Executive Leadership Team, and the ULGA-YP General Body. The Parliamentarian shall also govern and preside over the ULGA-YP elections, removal of an EC Member pursuant to Section 4.6 and the removal of an ELT Member pursuant to Section 7.3.2. The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the ULGA-YP in all cases which they are applicable and in which they are not inconsistent with these bylaws, any policy or governing document of the National Urban League Young Professionals (NULYP).

### **SECTION 5.2.6 IMMEDIATE PAST PRESIDENT**

The Immediate Past President shall be a member of the Executive Committee for one full term following the election of new officers, but will not have voting power. The Immediate Past President will assist the newly elected President in the transition and serve as an advisory to both the Executive Committee and Executive Leadership Team. The office and duties of the Immediate Past President shall remain vacant if the most recent past President is unable to fulfill this duty.

### **SECTION 5.3 VACANCIES**

Any vacancies occurring on the Executive Committee during the year may be filled either (i) by a majority vote of all the current members of the Executive Committee at its first regular meeting following the creation of such vacancy, or at a special meeting of the Executive Committee

called for that purpose, or (ii) immediately by Presidential appointment at his or her discretion, with such appointment to be ratified by the Executive Committee in accordance with clause (i) above. A vacancy in the office of President shall be filled automatically by the Vice-President, and the resulting vacancy in the office of Vice-President shall be filled as determined by the Executive Committee.

#### **SECTION 5.4 TERM OF OFFICE**

(a) No person shall hold the same office for more than two (2) consecutive terms.

(b) A term shall be two years.

#### **SECTION 5.5 RESIGNATION OF OFFICE**

An Officer or Committee Chair who wishes to resign from office must do so by written letter addressed to the Executive Committee. The resigning Officer or Committee Chair shall turn over to the President all properties and records relating to that office upon submission of the resignation letter. Vacancies shall be filled in the accordance with Section 4.3 of this Article.

#### **SECTION 5.6 REMOVAL OF OFFICERS**

Any member in good standing who seeks to have an Officer removed must present a written document outlining the allegations, with sufficient evidence to constitute removal, to the Executive Committee. The Executive Committee shall inform the officer of the allegations and shall give the officer the opportunity to provide a written response to the allegations.

The Executive Committee shall review the written allegations and written response at a time decided by the Executive Committee. After both documents have been reviewed by each member of the Executive Committee, the Executive Committee shall decide whether to remove the Officer by majority vote. The vote shall be based upon the written documents presented. The Executive Committee shall present its decision before the next scheduled General Body or Executive Committee meeting occurs.

Vacancies shall be filled in accordance with Section 4.3 of this Article.

#### **SECTION 5.7 EXECUTIVE COMMITTEE DUTIES**

The Executive Committee shall manage the affairs, business, and any other such interests of ULGA- YP.

##### **SECTION 5.7.1 EXPENDITURES**

The Executive Committee may authorize expenditures, including, but not limited to, any necessary contracts or agreements for services, goods or facilities required to conduct the affairs of ULGA-YP.

##### **SECTION 5.7.2 EXECUTIVE COMMITTEE VOTING**

(a) The Executive Committee will make decisions by majority vote of the Officers present at a regularly scheduled or called meeting, at which a quorum is present. A majority of the officers constitutes a quorum at Executive Committee meetings. Each Officer will have one (1) vote.

- (b) Any Executive Committee member, who is present at an Executive Committee meeting will be presumed to have assented to the action(s) voted upon by the Executive Committee, unless the individual EC member(s) expresses his or her dissent or abstention regarding the matter at such meeting to the Secretary before the next General Body meeting.

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## **ARTICLE VI: EXECUTIVE LEADERSHIP TEAM**

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### **SECTION 6.1 EXECUTIVE LEADERSHIP TEAM**

There will be an Executive Leadership Team composed of the President, Vice President, Treasurer, Parliamentarian, Secretary, Immediate Past President of ULGA-YP and all current committee Chairpersons.

### **SECTION 6.2 EXECUTIVE LEADERSHIP TEAM VOTING**

(a) Each Executive Leadership Team member serving in an elected position designated by the ULGA- YP Bylaws will have one (1) vote and decisions will be ratified by a majority vote, in accordance with the ULGA-YP Bylaws. In the event of a tie, the ULGA-YP President shall be the tie breaking vote.

(b) Any Executive Leadership Team member, who is present at an Executive Leadership Team meeting will be presumed to have assented to the action(s) voted upon by the Executive Leadership Team, unless the individual ELT member(s) expresses his or her dissent or abstention regarding the matter at such meeting to the Secretary before the next General Body meeting.

### **SECTION 6.3 FIDUCIARY DUTY**

(a) The Executive Leadership Team members will be deemed to stand in a fiduciary relation to ULGA-YP and will discharge the duties of the respective positions in good faith and with that diligence, care, and skill that ordinarily prudent persons would exercise under similar circumstances.

(b) No person will serve on the Executive Leadership Team, who has a direct or indirect conflict of interest, whether financial, political or by any other manner, with ULGA-YP or ULGA.

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## **ARTICLE VII: COMMITTEES**

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### **SECTION 7.1 COMMITTEE CREATION**

The Executive Committee may appoint standing committees, to advance the work of the ULGA-YP. The chairman has the authority to appoint persons, members and non-members to these committees. The chairman has the authority pertaining to the function of said committees. Special committees may also be appointed by the Executive Committee and/or President.

### **SECTION 7.1.1 TERM OF OFFICE**

- (a) Committee Chairpersons will be elected for one term that last one ULGA-YP fiscal year.
- (b) No person shall hold the same office for more than two (2) consecutive terms.

### **SECTION 7.2 STANDING COMMITTEES**

The following committees shall be collectively referred to as ULGA-YP Standing Committees: the Advocacy Committee, the Communications Committee, the Community Service Committee, the Fund Development Committee, the Membership Committee, the Personal and Professional Development Committee, and the Social and Cultural Committee.

### **SECTION 7.2.1 AD HOC COMMITTEES**

- (a) The President, with the vote of the Executive Committee, may create from among its members any other committees (“Ad Hoc Committees”) to conduct certain affairs of ULGA-YP. The chairperson of an Ad Hoc Committee shall be appointed by the President and confirmed by the EC provided that any chairperson of an Ad Hoc Committee must be an ULGA-YP member. All Ad Hoc Committees shall automatically expire at the complete of the term of the appointing president. The succeeding President may re-establish any Ad Hoc Committees.
- (b) All Ad Hoc Committee members are deemed as non-voting members of the Executive Leadership Team (ELT).

### **SECTION 7.2.2 CHAIRPERSON ELIGIBILITY**

All committee chairpersons will meet the membership requirements as outlined in Article II, Section 2.1.

### **SECTION 7.2.3 COMMITTEE MEMBER ELIGIBILITY**

Any ULGA-YP member meeting the membership requirements, as defined in Article II, Section 2.1, will be eligible to serve on any committee.

### **SECTION 7.2.4 COMMITTEE DESCRIPTIONS**

Committee chairpersons will serve for a calendar year as defined in Article IV, Section 1. (“Official Year”).

- (a) The *Advocacy Committee* shall plan and organize all activities that inform, educate and encourage member participation in the political process.
- (b) The *Communications Committee* shall be responsible for disseminating all information regarding ULGA-YP and the organization’s events, programs, and other endeavors. This committee shall also investigate current and emerging technologies to help the organization better engage with our members and the Atlanta community at large while expanding the YP experience in the digital frontier.
- (c) The *Community Service Committee* shall develop, coordinate and execute community service projects that align with the mission of ULGA-YP.
- (d) The *Fund Development Committee* shall create and coordinate activities to raise funds for ULGA-YP programs.

- (e) The *Membership Committee* shall recruit and encourage prospective members to join ULGA-YP as well as provide membership services as directed by the Executive Committee.
- (f) The *Personal and Professional Development Committee* shall plan and organize speakers and activities for General Body meetings, present forums and workshops, and other endeavors to facilitate the development of the professional networks.
- (g) The *Social and Cultural Committee* shall develop and coordinate all social and/or cultural events for ULGA-YP.

### **SECTION 7.3 COMMITTEE CHAIRPERSON TERMINATION**

Any Committee Chair may be terminated by a majority vote of the full membership of the Executive Committee upon written notice to the appointee and the Executive Committee may appoint successors to those persons whose services have been terminated.

### **SECTION 7.4 REMOVAL OF COMMITTEE CHAIRPERSON**

Any member in good standing who seeks a Committee Chairperson removed must present a written document outlining the allegations, with sufficient evidence to constitute removal, to the Executive Committee. The Executive Committee shall inform the chairperson of the allegations and shall give the chairperson the opportunity to provide a written response to the allegations.

The Executive Committee shall review the written allegations and written response at a time decided by the Executive Committee. After both documents have been reviewed by each member of the Executive Committee, the Executive Committee shall decide whether to remove the Chairperson by majority vote. The vote shall be based upon the written documents presented. The Executive Committee shall present its decision before the next scheduled General Body or Executive Committee meeting occurs.

### **SECTION 7.5 ELECTION COMMITTEE**

There shall be an Election Committee, with oversight from the Parliamentarian/the Elections Manager who are responsible for approving procedures regarding the election of officers. These procedures will include voting, campaigning, and measures to prevent fraud. The Election Committee will also be responsible for the oversight of all election processes. Each committee member shall be appointed by the Parliamentarian/the Elections Manager.

### **SECTION 7.6 ADVISORY BOARD**

The Advisory Board will advance the strategy and vision of ULGA-YP through the support of programs and initiatives, advice to the ULGA-YP Executive Committee, and service through fundraising, strategic planning and other responsibilities prescribed by the President and Executive Committee.

The Advisory Board will consist of no less than five (5) and no more than (15) members. All Advisory Board members are nominated by the membership and appointed by the President. Advisory Board members shall serve a two-year term and no Advisory Board member shall serve more than two terms.

The Advisory Board will meet on a schedule agreed upon by its members and approved by the Executive Committee.

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## **ARTICLE VIII: FINANCES**

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### **SECTION 8.1 INCOME**

All monies paid to ULGA-YP or earned from any function belong to the ULGA-YP. After a committee's debts are settled, all funds in the committee's separate account revert to the ULGA-YP. All assets purchased by or donated to any committee are the property of the ULGA-YP.

### **SECTION 8.2 CONTRIBUTION TO THE URBAN LEAGUE OF GREATER ATLANTA**

A percentage of monies earned during ULGA-YP fundraising events will be contributed to the ULGA.

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## **ARTICLE IX: AMENDMENTS**

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### **SECTION 9.1 BYLAW AMENDMENTS BY THE EXECUTIVE COMMITTEE**

The Executive Committee shall have the power to make, alter and repeal these Bylaws, and to adopt new Bylaws, by an affirmative vote of the majority of the Executive Committee at any meeting of the Executive Committee, provided that notice of the proposal to make, alter, or repeal these Bylaws, or to adopt new Bylaws, was included in the notice of the meeting of the Executive Committee at which such action takes place, or a waiver of such notice is granted by a majority of the Executive Committee.

### **SECTION 9.2 BYLAW AMENDMENTS BY THE MEMBERSHIP**

These Bylaws may be amended by a two-thirds (2/3) vote of the membership at a special meeting called for that purpose, or at a regular meeting; provided, however, that notice of the proposal to make, alter, or repeal these Bylaws, or to adopt new Bylaws, was included in the notice of the meeting and such notice was delivered to the members not less than two (2) weeks prior to the date of such meeting.