

CONSTITUTION & BY-LAWS
OF THE
ULAA COUNCIL OF EMINENT PERSONS (UCEP), INC.

(Approved: October 30, 2010)

(Amended: March 31, 2016)



PREAMBLE / NAME

In furtherance of the ideals and aspirations leading to the establishment of the Union of Liberian Associations in the Americas on April 21, 1974, in promoting the interests and aspirations of the Liberian people in the Diaspora and at home; and having served as former leaders who have kept the vision alive, we do hereby assemble ourselves to constitute and form an organization to be known as the Union of Liberian Associations in the Americas Council of Eminent Persons; hereinafter referred to as "UCEP". And toward these ends, we solemnly make, establish, and proclaim these Constitution and Bylaws for the smooth functioning, governance, and operation of said Association and the members thereof.

ARTICLE I – PRINCIPLES & OBJECTIVES

The ULAA Council of Eminent Persons shall serve in the capacity of a support group to the Liberian people in general and the Union of Liberian Associations in the Americas (ULAA), Inc; and most specifically in promoting the following principles and objectives:

1. **TO PROMOTE**, assist, protect and preserve the interest of UCEP members;
2. **TO PROMOTE** peace and stability through the exercise of freedom of expression, the press and democratic institutions;
3. **TO ENCOURAGE** unity amongst Liberians at home and in the Diaspora and,
4. **TO PARTICIPATE** in Pan-African related affairs aimed at promoting the greater good of Africa and its people.

ARTICLE II - MOTTO

"Leading the way forward for a united and strong Liberia"

ARTICLE III – VISION

UCEP subscribes and is committed to the principles of democracy and the rule of law. UCEP also supports civic education, government accountability, press freedom and the economic well being of the Liberian people.

UCEP will foster peace, unity and stability at home and in the Diaspora.

UCEP remains committed to the sustenance, development and growth of ULAA.

ARTICLE IV – MEMBERSHIP

Section 1:

There shall be two (2) categories of membership within UCEP, namely:

- a) ***Permanent Members:*** this category of membership shall be opened and limited to former Presidents and former Chairmen of the Board of ULAA who are no longer active in the National Administration or National Board of directors of ULAA, with the exception of Presidents and Chairmen of the Board who were impeached and removed from office. Members in the ***Permanent*** category shall be known as **Eminent Persons (EP)**.
- b) ***Honorary Members:*** this category of membership shall be by invitation and induction by the permanent members only; and members in this category shall be known as **Honorary Eminent Persons (HEP)**.

ARTICLE V – HEADQUARTERS

The headquarters of the organization shall be at PHILADELPHIA, COMMONWEALTH of PENNSYLVANIA, USA. However, the administrative headquarter of the organization shall be located in the city and state of residence of the Chairperson of the organization.

ARTICLE VI –OFFICERS

Section 1:

The officers of the UCEP shall be as follow: Chairperson, Vice Chairperson, Secretary, Treasurer, Chaplain/Imam, and Executive Director.

Section 2:

The officers of UCEP shall be elected in the manner prescribed by the By-Laws of the organization. They shall hold office for a period of three (3) years. Officers may be re-elected for another term.

Section 3:

Permanent members of the organization shall provide oversight responsibilities to UCEP thereby performing the duties of a board of directors.

ARTICLE VII – STANDING COMMITTEES

Section 1:

There shall be the following standing committees: Executive, Finance & Resources, Publicity & Outreach, Conflict Resolution, Judiciary, and Research. Each committee shall be headed by a chairperson nominated by the UCEP Chairperson and approved the Council.

Section 2:

The Permanent Members shall constitute the Judiciary committee of the organization.

ARTICLE VIII – QUORUM

In order to transact business at a meeting, at least one-fourth (1/4) of the membership, including the chairperson or vice chairperson, shall be in attendance.

ARTICLE IX – AMENDMENTS

This Constitution may be amended by a two-thirds (2/3) vote of the members present at any regular or special meeting, provided that written notice of the amendment has been mailed via Post Office or electronically (e-mailed) to all members at least (2) weeks prior to the date of the meeting. Upon passage, an amendment becomes effective upon approval by UCEP membership.

BY-LAWS

ARTICLE I – MEMBERSHIP

Section 1:

Permanent Membership is a lifetime membership. However, such membership may be suspended, or expelled for conducts not consistent with the principles, objectives, constitution and By-Laws of UCEP.

Section 2:

Honorary Membership shall be extended to individuals who have served their local Liberian communities with distinction, and have made valuable contributions to

ULAA. However, for an individual in this category to be invited to become a member, he/she will need the sponsorship of one Permanent Member who shall nominate said individual for consideration by the majority of the Permanent Members.

Section 3:

Upon nomination by a Permanent Member, the permanent members shall vet and vote upon the admission of the nominee. A nominee shall be admitted upon the attainment of a simple majority vote of the permanent members present and voting at a meeting called for that purpose. Thereafter, the approved nominee shall be invited and inducted as an ***Honorary Eminent Person (HEP)*** by the Chairperson of UCEP.

Section 4:

Honorary HEP Members shall participate and contribute to the day-to-day activities of the Council; shall be eligible to serve on Committees, serve as Committees' Chair; entitled to vote on every issue regarding the Council, elected to serve as officers of the Council, except as Chairperson and Vice Chairperson of the Council. Both positions are reserved for Eminent Persons.

ARTICLE II – DUES

Section 1:

The regular annual dues for UCEP shall be set by the membership.

Section 2:

The leadership shall devise other means of fundraising, which may include voluntary contributions from other sources for the operation of the organization.

ARTICLE III– MEETINGS

Section 1:

The organization shall have an in-person Meeting twice a year and a minimum of **6 Teleconferences a year**. Emergency meetings may be called as needed.

Section 2:

Members of UCEP shall be present at all ULAA General Conferences and they shall fully participate in all deliberations at said conferences.

ARTICLE IV – NOMINATIONS

Section 1:

Three (3) months prior to a scheduled election, the Chairperson, in consultation with the members of the Council, shall appoint an Elections Committee, and the Committee shall invite nominations for positions slated for elections, and to conduct the elections.

Section 2:

The Elections Committee shall prepare a ballot consisting of the names of individuals seeking the respective offices.

Section 3:

At a scheduled meeting, the Elections Committee will make known the ballot. At this meeting, additional nominations will be accepted from the floor and included on the ballot.

ARTICLE V – ELECTIONS

Section 1:

Elections shall be held on a date, at a time and place determined by the Elections Committee and approved by the Council.

Section 2:

New officers shall take office within thirty (days) of the elections. Outgoing officers shall turn over all documents to the in-coming administration with the thirty-day period.

Section 3:

Special meetings shall be called to elect new officers to fill any vacancies. Written notice of the special meeting, its purpose and office to be filled shall be mailed via Post Office or electronically (e-mailed) to all members at least (2) weeks prior to the day of such election.

Section 4:

A simple majority vote of all members present shall be necessary to elect an officer.

Section 5:

All elections shall be by secret ballot. Exception shall be made for filling of vacancies, which may occur after a regular election. Such election may be held by teleconference and by open ballots if necessary.

Section 6:

All elected positions shall be filled by permanent members only. Any committee may be chaired by permanent or honorary members.

Section 7:

Removal of any officer may be accomplished only upon presentation of just and reasonable cause for such action to be taken up by the Judiciary Committee, who will then set a date and time for the parties involved to present the issue(s) for deliberation; after which the findings will be recommended to the membership to vote on the recommendation(s). A two-thirds (2/3) vote of the membership shall approve and constitute the final decision.

ARTICLE VI – PROGRAMS

The organization shall sponsor as many programs as may be necessary to achieve its goals and objectives.

ARTICLE VII- DUTIES OF OFFICERS

The **Chairperson** shall be the head of the organization; he/she shall supervise the activities and affairs of the organization. He/she shall preside at all meetings, and shall be a signatory to all official documents, including the bank account of the organization. The Chairperson shall be chief spokesperson of the organization.

Section 2:

The **Vice Chairperson** shall be the principal assistant to the Chairperson and shall act in the absence of the Chairperson and shall perform all related duties.

Section 3:

The **Secretary** shall be responsible for scheduling, with the approval of the Chairperson, posting and/or mailing notices of all regular or special meetings and shall keep a permanent record (minutes) of such meetings. He/she shall be responsible for maintaining a continuous post office box or other permanent address and checking it frequently for correspondence.

Section 4:

The **Treasurer** shall be responsible for the financial records of the organization and for receipt and disbursement of funds based upon budgetary allocations by the Council. The Treasurer shall make Periodic written financial reports to the Council through the Chairperson.

Section 5:

The **Chaplain/Imam** shall be the religious leader of the organization. He/she shall give the Invocation and Benediction at meetings and functions of the organization. He/she shall be responsible to extend sympathies and felicitations on behalf of UCEP.

Section 6:

The **Executive Director** shall be appointed by the Council and shall be responsible for the day-to-day operation of the business of the Council. He/she shall be responsible for negotiating and the administration of all contracts on behalf of the Council. The Executive Director shall report directly to, and be supervised by the Chairperson of the Council.

ARTICLE VIII – COMMITTEES

Section 1:

There shall be Six (6) Standing Committees of UCEP: They shall be the Executive, Finance & Resources, Secretariat/Publicity, Conflict Resolution, Judiciary, and Research. Each committee shall consist of 3 to 5 members, and shall be headed by a Chairperson.

Section 2:

Duties of the Committees

a. *Executive*

The **Executive Committee** shall be responsible to oversee and supervise the day-to-day administration of the Council.

b. *Finance & Resources*

The **Finance & Resource Committee** shall be responsible to identify sources of funding, mobilize and solicit resources on behalf of the Council.

c. **Secretariat/Publicity**

The **Secretariat/Publicity Committee** shall serve as the public relations arms of the Council. It shall be responsible to conduct research, write proposals, position papers/statements, resolutions, special press releases, special award plaques, newsletters, books, and specials projects.

d. **Members of the Secretariat:** shall consist of 3 to 5 active members. It shall be chaired by the Secretary of the Council. The Secretariat shall report to the Chairperson of UCEP, and from time-to-time be assigned tasks/projects by the chair of the Eminent Person, and approved by the Council.

e. Other **Officers of the Secretariat** (Assistant Chairperson, etc.) shall be appointed by the Chairperson of UCEP, and approved by the Council.

f. **The Secretary of the Council** shall sign all documents generated by the Secretariat, prior to submission for approval by the Eminent Chair and the Council.

g. **The Assistant Chairperson** shall act in the absence of the Chairperson, discharged the duties/responsibilities as the Chairperson, and shall be assigned related duties as needed.

h. All documents released to the public by the Secretariat/Publicity Committee may be signed by any member of the committee after it shall have been approved by the Council.

d. **Conflict Resolution**

The **Conflict Resolution Committee** shall be responsible for peaceful resolution of conflicts and disagreements arising within the organs of ULAA and other Liberian organizations in the Diaspora.

e. **Judiciary**

The **Judiciary Committee** shall be responsible for handling matters of internal conflicts within the Council and also legal issues involving activities of the Council.

f. **Research**

The **Research Committee** shall be responsible to conduct research aimed at improving policies and practices and matters of interest of the Council and ULAA.

Section 3:

The Chairperson shall, in consultation with the Council, appoint Committee Chairpersons of Standing Committees, and with the approval of the Chairperson, Committee Chairpersons shall appoint the members of their committees.

Section 4:

The organization shall open and maintain a bank account at a recognized bank for the organization; the account shall carry two (2) signatures – the signatures of the Chairperson and the Treasurer.

ARTICLE IX – AMENDMENTS

This By-Laws may be amended by a two-thirds (2/3) vote of the members present at any regular or special meeting, provided that written notice of the amendment has been mailed via Post Office or electronically (e-mailed) to all members at least (2) weeks prior to the date of the meeting. Upon passage, an amendment becomes effective upon approval by the UCEP membership.

Drafted March 2008 by:



Siahyonkron Nyanseor
Chairperson

Arthur K. Watson, Sr.
Co-Chairperson

Toe Blamo Gbi, Sr.
Member

Founding Members:

1. Leslie Abayomi Norman Cole, Sr.
2. Bai M. Gbala
3. Al Gbi Toe, Sr.
4. Mydea Reeves-Karpeh
5. Jucontee T. Woewiyu
6. Siahyonkron J. K. Nyanseor
7. Dr. J. Mamadee Woah-Tee
8. Arthur K. Watson
9. Dr. Jesse M. Cooper, Sr.
10. J. Nicholas Reffell
11. J. Ivan Gueh
12. S. Mohamed Kromah

Approved on this 30th day of October, 2010 in the City of Collingswood, New Jersey, USA.

A handwritten signature in cursive script that reads "Mydea Reeves-Karpeh".

**Mydea Reeves-Karpeh
Chairperson, UCEP, Inc.**

Amended and approved on this 31th day of March, 2016 via Teleconference.

By: All Members of UCEP