

THE ESTONIAN LEAGUE OF THE WEST COAST

B Y L A W S

I GENERAL CONCEPTS.

1. The Estonian name of the League is "Eesti Organisatsioonide Liit Läänerannikul" (abbreviated as E.O.L.L. and in internal correspondence referred to as "Liit", i.e. League). The English name of the League is "The Estonian League of the West Coast" (abbreviated as "The League").
2. To fulfill its objectives, the League shall, among its other tasks,
 - 1) initiate Estonian ethnic, national, and cultural events on the West Coast,
 - 2) promote the awareness of Estonia and the issues relating to the independent Estonian Democratic Republic on the world forum,
 - 3) select appropriate policies for advancing the cause of Estonia and the Estonian national and cultural heritage,
 - 4) disseminate information among the Estonian communities on the West Coast,
 - 5) maintain liaison with other major Estonian cultural organizations.

II MEMBERSHIP.

3. Members of the League may, at their discretion, elect to be
 - 1) full members, or
 - 2) associate members in a cooperative relationship with the League.
4. Full members of the League shall have the right to vote and to be heard, whereas the associate members have the right to be heard only.
5. The General Assembly shall establish the annual League membership dues; the Board of Directors, however, shall have the authority to exempt member organizations from the dues.
6. The League has 13 charter members including two in associate status. The charter members are as follows, in the order of their signing:
 - 1) San Francisco Estonian Society - full member;
 - 2) Portland Estonian Society - full member;
 - 3) Portland Legion of Estonian Liberation - full member;
 - 4) The Estonian Evangelical Lutheran Congreg. of Portland - assoc. member;
 - 5) Los Angeles Estonian Society - full member;
 - 6) The Estonian Evangelical Lutheran Congreg. of Los Angeles - full member;
 - 7) Los Angeles Legion of Estonian Liberation - full member;
 - 8) The Estonian Evang. Lutheran Congreg. of San Francisco - assoc. member;
 - 9) Association of Estonians in Fresno - full member;
 - 10) San Francisco Estonian Legion of Liberation - full member;
 - 11) Seattle Estonian Society - full member;
 - 12) The Estonian Apostolic Orthodox Congreg. of Los Angeles - full member;
 - 13) Estonian Students Association of Northern California - full member.
7. A candidate organization shall apply for membership in writing, including a copy of its constitution. An organization shall be accepted as a member of the League upon a minimum of a two-thirds majority vote by the General Assembly.

8. 1) Upon submission of its resignation, said organization shall be considered withdrawn from the League as soon as the League's Board of Directors has accepted the resignation.
- 2) The General Assembly shall have the right to remove members from the League by a two-thirds majority vote, should their activities or principles have become harmful to the League. However, the affected member shall be given the opportunity to explain and defend its position before a final decision to expel is taken.
- 3) The General Assembly shall have the right to remove member organizations, should their membership count fall below that specified in the Constitution (Sect. I, para. 2), or should their activity become minimal in the opinion of the General Assembly.

III GENERAL ASSEMBLY.

9. 1) Each member organization shall designate one representative to the General Assembly. However, if the member organization has more than one hundred members, it shall select one additional representative for each additional hundred or fraction thereof, that fraction being at least fifty-one.
- 2) Each representative of a member organization has one vote.
- 3) The representatives to the General Assembly shall be either the presidents of the respective member organizations, or members of any member organization designated in writing by the president of the organization to be represented.
- 4) The members of the Advisory Council shall have at the General Assembly the right to be heard and to vote.
10. 1) Member organizations not represented at the General Assembly may vote by a written proxy; the General Assembly may also conduct written mail balloting.
- 2) The General Assembly has a quorum if at least two thirds of voting representatives are present; similarly, a written mail ballot is valid if at least two thirds of the voting representatives participate.
- 3) The General Assembly shall decide motions by a simple majority, except in cases specified otherwise in the Constitution and the Bylaws.
- 4) Should there be no quorum at the General Assembly, the agenda shall be discussed and motions be sent to member organizations for written mail balloting.
11. The President of the League shall open the General Assembly meeting, after which the General Assembly shall elect a meeting chairman, a secretary and two co-signers of the minutes.
12. 1) A regular meeting of the General Assembly shall be called in writing by the Board of Directors to discuss League activities and their direction, and to carry out the elections to the offices specified in the Constitution, and to decide their location.
- 2) The General Assembly may hold special meetings at any member organization's initiative, provided one third of the member organizations concur.

IV BOARD OF DIRECTORS.

13. 1) The League President, after being constitutionally elected, must form the Board of Directors within thirty days of assuming office.
2) The League President will notify all member organizations of the membership of the Board of Directors within two weeks of its formation.
14. The Board of Directors will consist, as a minimum, of a President, a First and a Second Vice President, a Secretary and a Treasurer.
15. If the League President is temporarily incapacitated in his ability to fulfill his duties, then the members of the Board, in the order that they are listed in para. 14 above, will assume the duties of the President.
16. Should the President become permanently incapacitated, or not fulfill his duties for a period of six months, then the member of the Board exercising the duties of President (see para. 15) will convene the General Assembly within three months to elect a new President.
17. 1) The Board of Directors implements the decisions of the General Assembly, conducts day-to-day operations, maintains the League's archives and assets. The Board conducts correspondence in the name of the League, represents the League, acts as arbitrator when needed between member organizations, assists members in organizing intercommunity events, organizes West-Coast-wide events, and consults with member organizations in questions concerning the League's principles.
2) The Board will consult with member organizations before making any decisions that will be binding on the member organizations, that are not specified in the Constitution or the Bylaws, or that have no precedent in the League's prior activities.
18. The Board has the right to designate representatives in other West Coast communities and to form special committees to carry out specific tasks of the League.
19. 1) The Board will convene, in concordance with Sec. II, par. 12 1) above, the General Assembly in regular session, by notifying member organizations in writing at least 30 days prior to such meeting.
2) The Board may convene the General Assembly in special session, notifying members of such at least 15 days in advance.
3) Notifications of meetings of the General Assembly will include a time and place for the meeting, as well as a complete agenda.
20. The Board will give a report of its activities at the regular General Assembly meeting, and will give a financial report within three months of the meeting, mailing it to the incumbent Audit Committee without delay.
21. The term of office of the Board will be fixed by the General Assembly and will last until its functions can be transferred to the newly elected Board in an orderly fashion, which must occur within three months of the election of the new president.

V ADVISORY COUNCIL.

22. The Advisory Council is directed by, and all correspondence of the Council is conducted by, the Chairman of the Council.
23. The Council may take positions on issues pertinent to the League and communicate them, through its chairman, to the League's Board of Directors.
24. The Advisory Council is also the trustee and administrator of the Estonian League of the West Coast Heritage Foundation and serves to advance the stated purposes of the Foundation. ("Heritage Foundation" is translated from the Estonian "Rahvuslik Sihtkapital").
 - 1) The goals and objectives of the Heritage Foundation.
 - a/ To establish funding to support the continuity and development of Estonian culture on the American and Canadian west coast.
 - b/ To direct attention to the fate of Estonia and to promote the restoration of its freedom.
 - c/ To provide loans and other financial support to the Board of Directors of the Estonian League of the West Coast for carrying out West Coast Estonian Festivals and to cover any losses, should they occur.
 - 2) Administration of the Foundation and allocation of its Funds.
 - a/ The Advisory Council will select three trustees from its membership to administer the Foundation. Its coordinator and chairman will be one of them living in the city where the Foundation is based.
 - b/ The trustees will be counseled by an advisory body consisting of one member from each of the five biggest West Coast Estonian communities. These advisers are elected by the local member organizations of the League, and, jointly with the trustees, constitute the Foundation's Board of Directors.
 - c/ The elected trustees and advisers assume their duties on the approval of the General Assembly. Their term of office is four years.
 - d/ The Foundation's funds will be allocated by its Board of Directors in accordance with the purposes and objectives stated in paragraph 24.1. The Foundation's Trustees will lend working capital to the organizers of West Coast Estonian Festivals in mutually agreed upon amounts.
 - 3) Funding the Foundation.
 - a/ The Foundation is entitled to accept grants, bequests, gifts and donations in pursuit of its objectives.
 - b/ To establish the Foundation's initial capitalization, any existing net funds of the League shall be transferred to the Foundation in their entirety.
 - c/ From any net funds available at the conclusion of a West Coast Estonian Festival, the following amounts are to be allocated to the Foundation:

\$ 0 - \$ 5,000	net funds, 0%.
\$ 5,000 - \$ 10,000	net funds, 60% of amount over \$ 5,000.
\$ 10,000- \$ 20,000	net funds, \$ 3,000+70% of amounts over \$ 10,000.
over \$ 20,000	net funds, \$ 10,000+80% of amounts over \$ 20,000.

25. Members of the Advisory Council have the right to participate in L's Board of Directors meetings, having the right to be heard, but without the right to vote.
26. Members of the Advisory Council may participate in General Assembly meetings, having the right to be heard and to vote.
27. Should a member of the Advisory Council assume the duties of League President, he will temporarily lose his membership on the Advisory Council for the duration of his presidency.

VI AUDIT COMMITTEE.

28. The constitutionally elected Chairman of the Audit Committee will form the League's Audit Committee within 30 days of assuming his duties. The Chairman will notify the President of the League, the Chairman of the Advisory Council and the Chairman of the Heritage Foundation within two weeks of the formation of the committee, and the names of the members.
29. The Audit Committee consists of at least by its Chairman, a Vice-Chairman and a Secretary.
30.
 - 1) The Audit Committee is the controller of the League, overseeing the activities of the Board of Directors.
 - 2) The Audit Committee has the right to initiate, on its own or at the request of one third of the member organizations, audits of Board activities.
 - 3) As its regular duties, the Committee will audit the Financial Statement sent to it by the outgoing Board, sending it on to the new Board either approved, or with specified reasons for disapproval.
 - 4) The Audit Committee will also audit the financial statements and documents of the "Estonian League of the West Coast Heritage Foundation" which is under the administration of the League's Advisory Council.
31. The term of office of the Audit Committee will conclude with the submission of its report on the previous Board's activities.
32. Any reports to the Audit Committee by the Board of Directors that is rejected by it, along with all comments on such reports, will be submitted to the next regular meeting of the General Assembly for final resolution.

VII MANAGEMENT AND ASSETS.

33. The League is authorized to seek income from membership fees, donations, inheritances, gifts, events and programs.
34.
 - 1) The second part of any net funds available at the conclusion of a West Coast Estonian Festival will come under the jurisdiction of the League's Board of Directors in the following amounts:

\$ 0 to	- \$ 5,000	net funds, 100%.
\$ 5,000	- \$ 10,000	net funds, \$ 5,000+40% of amount over \$ 5,000.
\$ 10,000	- \$ 20,000	net funds, \$ 7,000+30% of amount over \$ 10,000.
over	- \$ 20,000	net funds, \$ 10,000+20% of amounts over \$ 20,000.

- 2) The net funds that became available to the League's Board of Directors are to be fully distributed. The following guidelines are recommended:
 - 20% - 50% To Estonian activity groups and ethnic schools on the W. Coast.
 - 20% - 50% To central Estonian organizations.
 - 20% - 50% To Estonian organizations in the city organizing the West Coast Estonian Festival.
35. In the event of a financial loss associated with a West Coast Estonian Festival, it will be covered in the following manner:
 - 1) Any loss will, in the first instance, be covered from the current assets of the League.
 - 2) If such assets prove to be insufficient, sums in the Estonian League of the West Coast Heritage Foundation will be used under the direction of the Foundation's Board.
 - 3) If these combined funds should still prove insufficient to cover losses, the Board of Directors of the League will turn to the member organizations to solicit loans in proportion to their membership.
 - 4) Funds thus borrowed from member organizations will be repaid as the top priority from the next net revenues of West Coast Estonian Festivals.
36. The League has the right to own assets. The League's Board of Directors manages the assets or delegates it to a selected person.

VIII AMENDMENTS TO THE CONSTITUTION AND THE BYLAWS.

37. Amendments to the Constitution and the Bylaws may be
 - 1) initiated by the Board of Directors, or
 - 2) initiated by at least one third of the member organizations.
38. If at least one third of the member organizations have submitted a joint proposal to amend or improve the Constitution and the Bylaws to the Board, which are properly signed by the presidents of such member organizations, the Board will have the obligation to either convene a special session of the General Assembly to consider such amendments, or to submit such amendments to all member organizations for a vote by written mail balloting.
39. Amendments to the Constitution and Bylaws will be accepted if at least two-thirds of the eligible representatives of the member organizations have voted for them.
40. Any amendments to the Constitution and Bylaws must be voted on in open balloting.