

**CONSTITUTION & BYLAWS**

**OF THE**

**AFRICAN PEOPLES ACTION CONGRESS**

*"Where there is no law, but every one does what is right  
in his/ her own eyes, there is the least of real liberty."  
By: Henry M. Robert*

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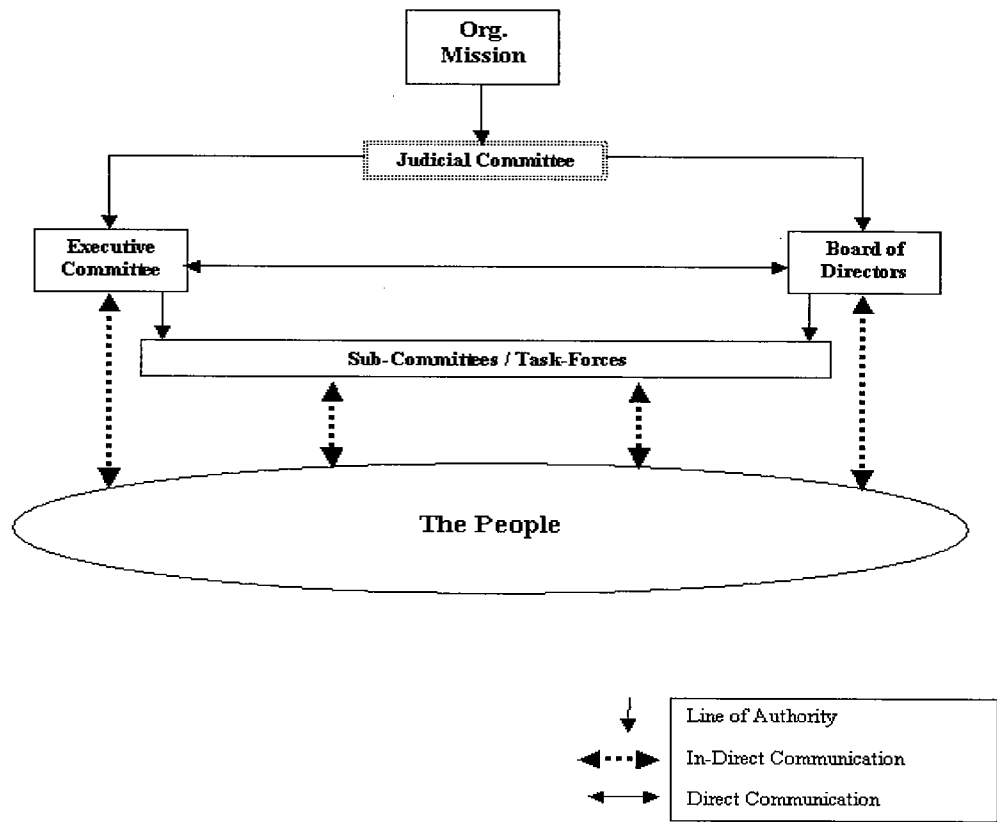
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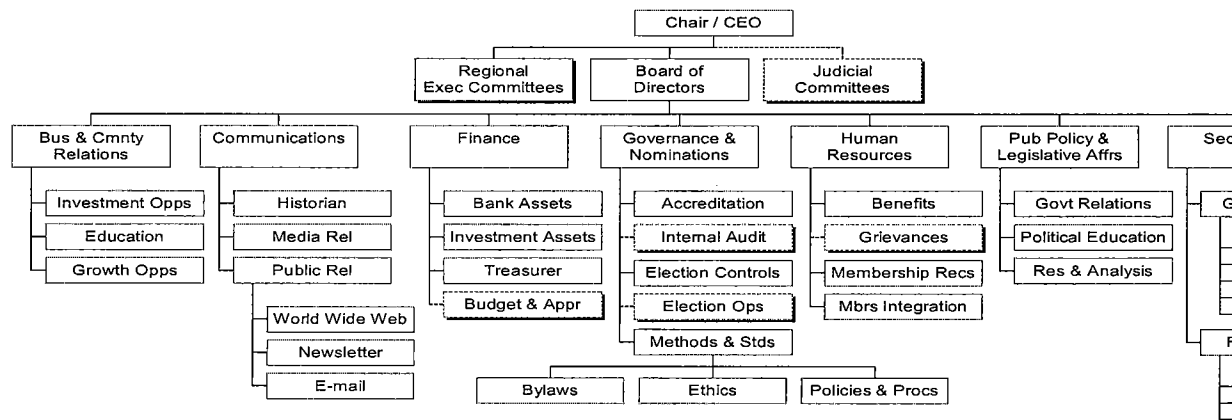


# CONCEPTUAL FRAMEWORK

*Showing process flow – Fig. 1*



# APAC Governance Structure



## *Acknowledgments*

APAC wishes to thank the Bylaws Committee for their commitment and dedication in producing a quality product. These bylaws had consumed the time and energy of these dedicated individuals, and we wish to express our sincere appreciation to their significant contributions in providing constructive comments, and outstanding editing skills during the planning, design, and typing of this document. Special thanks goes to Chuks Eleonu, Chris Osuji, Henry Owosela, and Evelyn Joe.



## *P r e a m b l e*

We, the members of the **African Peoples Action Congress** (hereinafter referred to as APAC), hereby make and give unto ourselves these Bylaws as guiding principles for operating and administering the duties of the Organization. Founded in December 2000, and having realized that our constituents have shared and related heritages, common goals, and objectives, we have created this day a vision – Promoting African interests and the African continent as Integral Members of the global community.



## *Article One*

### ORGANIZATION

- 1.1 **Name:** The name of the organization shall be “African Peoples Action Congress” (hereinafter referred to as APAC).
- 1.2 **Location:** (a) The principal office of the national organ of APAC shall be located in the State of Maryland. The Board of Directors may, from time to time, change the principal office location. (b) The organization shall, at its discretion, operate Regional Chapters located in ten (10) geographic areas as provided in section 9.1. Each Chapter shall be managed by an Executive Committee.
- 1.3 **Name Change:** The organization may at its pleasure, and by a vote of the majority of the Board of Directors, change its name, provided such act is ratified by a two-thirds (2/3<sup>rd</sup>) majority of all Executive Committees.

## *Article Two*

### MISSION & POWERS

- 2.1 **Mission:** APAC mission is to help mobilize African communities to focus their attention, and to participate actively, in the socio-economic and political development of Africans in the Diaspora; and in the advancement of other Continental African interests.
- 2.2 **Powers:** In furtherance of its goals and purposes, the organization shall have the following full powers and authority: (a) To receive, accept, and

utilize gifts, grants, donations, or contributions of money, property, facilities, or services, with or without consideration, from any person, firm, corporation, foundation, or other entity or from the governments of the District of Columbia or any other State, or political subdivision thereof or from the United States, its territories, or African government or any government agency or instrumentality thereof. (b) To make distributions of items received under section 2.2(a) above, to such other organizations, or educational institutions that qualify as exempt organizations under the Internal Revenue (IRS) Code. (c) To make distributions for charitable purposes. (d) To do all things necessary or convenient, to carry out the mission, goals and purposes of the organization, under the non-profit laws of the State of Maryland, or as may be established by its constitution, articles of incorporation, these by-laws, or legitimate resolution.

- 2.3 **Branches or Organs:** (a) The organization shall comprise three branches with requisite checks and balances to ensure that the interest of its constituencies are served, and that the acts of a willful minority, or a silent majority, does not cripple or handicap the organization. (b) The branches or organs of APAC are: (1) the Board of Directors, (2) the Executive Committee, and (3) the, ad hoc, Judicial Committee.

### *Article Three*

#### CONSTITUTION, GOALS & OBJECTIVES

- 3.1 **Constitution:** (a) The name, composition, goal, objective, purpose, membership, leadership, functions, establishment and principles of

APAC shall be ratified in its Constitution & Bylaws, and subscribed to by signatories thereon. (b) APAC is this day established as an Organization of peoples of African Union member states who are resident in the USA.

3.2 **Goals:** APAC is established as a forum for Africans in America wherein we can achieve a common sense of Economic direction, Social expression and Political representation.

3.3 **Objectives:** (a) To promote African economic empowerment. (b) To spur entrepreneurial opportunities for Africans. (c) To provide constituents with effective voice and visibility in the social, economic, political and cultural life in America.

3.4 **Purpose:** (a) To preserve our African heritage in the Diaspora while adapting them with American multi-cultural environments. (b) To provide leadership and guidance among the various communities and cultures by helping to bridge cultural awareness and understanding between Africans and our American friends. (c) To represent constituents interests in cultural, social, economic, business, civic and political institutions. (d) To mobilize members and African communities to focus attention and actively participate in the economic and political development of Africans. (e) To encourage self-reliant developments, rather than relying entirely on the goodwill of others. (f) To provide needed assistance to support candidate(s) for elected offices who have demonstrated commitments to champion African interests. (g) To coordinate grassroots mobilization to participate in the political process and public-policy with sound and adequate solutions to alleviate African marginalization. (h) To promote intra-Africa partnerships amongst

African organizations, and to form linkages with other organizations, institutions, and entities.

#### *Article Four*

#### MEMBERSHIP AND MEETINGS

- 4.1 **Membership Types:** The organization shall have four (4) types of members as follows. (a) Affiliate members. These types of members will be corporate sponsors or sister organizations who identify with APAC issues or want to collaborate with APAC on defined project(s) that have been mutually agreed. Such collaborative understanding(s) may be local, national, or international in scope. Affiliate members will be restricted to how much influence they will be conferred upon, within APAC, subject to limitations outlined in section 4.2. (b) Associate members. These types of members are individuals who have applied and been approved to be accepted into a Regional Chapter. (c) Student members. These types of members are individuals who are currently enrolled in an accredited educational institution, and have duly applied for membership and been approved to be accepted as student member(s). (d) Honorary members. These types of members are by invitation only, subject to limitations outlined in section 4.2(f) below.
- 4.2 **Membership Qualifications:** In accordance with its Articles of Incorporation, APAC shall have members at the Chapter levels, under the following terms and conditions: (a) Any individual will be considered an Associate member of the organization if such a person: (1) Is from any of the African Union member nations by birth or parentage, or

nationality; (2) Registered, or has renewed membership, in the organization and has paid all applicable dues or fees; (3) Signs up to serve in or work with at least one of the many Taskforces and/or Subcommittees, and; (4) Consents, in writing, to adhere to the laws and principles of APAC. (b) Affiliate membership shall be extended only through the Board of Directors, or upon request, or nominations, to other associations, organizations, institutions, or corporations, as the case may be, that had indicated interest(s) in joint, or collaborative, projects or programs, thereby, forming a basis for a coalition, or partnership, or such other business relationship. (c) Honorary membership shall be extended only through the Board of Directors, and by invitation only, or upon the written nomination of the Executive Committees comprising 25% of all Regional Chapters. However, no such membership shall be granted to any candidate who shall not have either: (1) been a key leader in his/her industry or community; or, (2) made verifiable and significant contributions to the plight of Africans in America; or, (3) championed related Africa issues. (d) Notwithstanding the foregoing provisions of Sections 4.1(a), all affiliate and honorary memberships approved to be conferred upon anyone or group(s), must be based on the true merits and added value(s) the conferee(s) bring to APAC. (e) No member of APAC, including any interim officers, who have the potential of likely running for elective office or accepting appointment to the Board of Directors or Executive Committees, shall qualify for or be granted affiliate or honorary membership, unless in the extraordinary circumstance, as shall be declared by the Board of Directors, where there are no credible candidates to help manage the organization. (f) Pursuant to the above paragraph, honorary and affiliate members shall have no voting rights or management interests in APAC, but may receive such other benefits or

privileges, as the Board of Directors may, from time to time, and in collaboration with the Executive Committees, authorize.

4.3 **Approval Process:** (a) No individual or group shall be granted membership who shall not have been prior approved by the Board of Directors. (b) The Board of Directors shall approve applications for membership if the Governance & Nominations sub-committee finds such applicant or Affiliate group to be of good moral standing consistent with the values and principles of APAC. (c) In each occasion where the Board of Directors denies an application for membership, it shall provide, in writing, its reason(s) for denying such application. (d) Any person, or group(s), denied membership, pursuant to section 4.3(c) above, may resubmit the application for membership without paying new registration fees, if within six (6) months of such denial, they show evidence that the original grounds for the previous denial no longer exists, or that said denial was based on incorrect fact(s).

4.4 **Membership Benefits:** By joining one of APAC forums or Regional Chapters, registered members shall enjoy the following benefits and/or privileges: (a) Discounts or “no costs” to attend APAC sponsored events and programs. (b) Opportunity to network and interact with a broad spectrum of Africans in the Diaspora. (c) Platform to engage, and be engaged, in dialogue with policy-makers, legislatures, and key industry leaders. (d) Free newsletter about APAC and other African community related activities. (e) Invitation to serve on, or participate, in panels, taskforces, working groups, and/or market research. (f) Become a part of a large pool of African talent and human resources. (g) Become part of a grassroots mobilization endeavor towards empowering other Africans to participate actively in the electoral process, or support of candidates for

public office and/or politics. (h) Become an effective advocate for “change” in the orientation, governance and development of a new breed of future African leaders.

4.5 **Termination of Membership:** (a) Whenever a member is in default in the payment, or renewal, of their annual membership dues for a period of three (3) months from the beginning of the fiscal year, or the period for which such dues became payable, pursuant to notification from the Finance sub-committee, membership may thereupon be terminated by the Board of Directors, or Executive Committee, in the manner provided hereunder. (b) Any improper or personal action that results in a knowing violation of the criminal laws of any federal or state or local government laws, including, but not limited to repeated violation of APAC rules and regulations, public conviction of fraud or felony, shall also cause membership in APAC to automatically terminate.

4.6 **Reinstatement of Membership:** Upon written request, signed by a former member, filed with the Secretary to the Organization, or the Board of Directors, may by an affirmative vote of two-thirds (2/3<sup>rd</sup>) of the members of the board, reinstate such former member to membership upon such terms, as the Board of Directors may deem appropriate, including, but not limited to, reviewing the member’s previous accounts and records before the termination of membership.

4.7 **Transfer of Membership:** (a) Membership in the organization is not transferable or assignable to a third party. (b) Notwithstanding the foregoing provisions, a member may transfer his/her membership from one Regional Chapter to another after giving 60 days notice of such transfer to both regions concerned. (c) Transferring members must

