

**LIBERIAN EMERGENCY  
AND  
DISASTER RELIEF FUND, Inc.  
(LEADER FUND)**

**BY-LAWS AND CONSTITUTION**

LEADER FUND: BY-LAWS AND CONSTITUTION

**BY-LAWS AND CONSTITUTION  
OF THE  
LIBERIAN EMERGENCY AND DISASTER RELIEF FUND, Inc.  
"Leader Fund"**

**PREAMBLE**

**We, members of the Liberian Emergency and Disaster Relief Fund, Inc.;**

**Having observed the lack of a functional government organization or availability of resources to respond to emergency or disaster situations affecting Liberians;**

**Recognizing the need to implement a functioning, prepared, and effective response to emergency and disaster situations;**

**Embracing the responsibility of being our brother's keepers and assisting fellow Liberians in dire need of help;**

**Do hereby establish this organization to be known henceforth as the Liberian Emergency and Disaster Relief Fund, Inc.**

## LEADER FUND: BY-LAWS AND CONSTITUTION

### Article I. NAME AND PURPOSE

#### Section 1.01 NAME

1.01.1 This organization shall be known by the name: **Liberian Emergency and Disaster Relief Fund**, hereinafter referred to as **Leader Fund** or “the organization”.

#### Section 1.02 PURPOSE:

1.02.1 The following shall constitute the purpose of **Leader Fund**:

- (a) To raise funds to mount an effective and rapid humanitarian response to major emergency and disaster situations affecting Liberians in Liberia, the United States, or the diasporas.
- (b) Partner with and support humanitarian organizations in their effort to provide relief and assistance to Liberians affected by emergency or disaster situations.
- (c) Develop strong alliances between emergency and disaster organizations in Liberia and sources of funding for humanitarian causes.
- (d) To raise awareness and compassion around emergency and disaster situations affecting Liberians, and ensuring that funds raised to assist Liberians in emergencies or disaster situations are used to deliver effective and timely relief to people most in need.
- (e) To embark upon projects geared towards empowering Liberians to better manage and harness their local resources/assets in order to deal with and possibly prevent or minimize the effects of natural disasters and emergencies.

### Article II. MEMBERSHIP AND GOVERNANCE

#### Section 2.01 MEMBERSHIP

2.01.1 Ownership and direction of the organization shall be supremely vested in the membership.

2:01.2 Membership of the **Leader Fund** shall be categorized as follow:

- a. **Member: Dues paid member with voting rights.**
- b. **Affiliate: Non-dues paid member without voting rights.**
- c. **Honorary Member: Non-dues and non-voting paying supporter or donor who has made significant contributions to the LEADER FUND in carrying out and meeting its exempt purposes. The honorary membership will be conferred by the Board upon any donor who exceeds the \$1,000 contribution threshold..**

## **LEADER FUND: BY-LAWS AND CONSTITUTION**

### **Section 2.02 GOVERNANCE**

**2.02.1 There shall be a Board of Directors of LEADER FUND which shall be the Governing Body.**

**2.02.2 The Board of Directors shall comprise the Chairman, Vice Chairman, Secretary General, Treasurer and Assistant Secretary General.**

**2.02.3 The general and specific powers of this corporation shall be vested in the Board of Directors.**

**2.02.4 The functions and responsibilities of the Board of Directors shall be as follows:**

- a. Make policies, policy guidelines and policy decisions as may be required for the effective and efficient operations of the LEADER FUND.**
- b. Approve and monitors all budgetary and financial functionalities inclusive of allocations, expenditure and the likes.**
- c. Manage the affairs of the LEADER FUND, and may exercise all the powers of the organization. The Board may also delegate responsibilities.**
- d. The Board shall also have the ultimate fiduciary responsibility to LEADER FUND, and its members.**
- e. It shall be the responsibility of the Board to assure that all policies of the organization are in accordance with stated purposes consistent with the policies and general Rules of LEADER FUND.**
- f. The Board's duties shall include, but not be limited to effectuating the policies and programs of the organization and prescribing the duties and determining the qualifications of membership, and overseeing all activities of the organization.**

### **Article III. ELECTION, TENURE AND QUALIFICATIONS OF BOARD MEMBERS:**

#### **Section 3.01 ELECTIONS**

**3.01.1 Elections shall be held every four years, under the conduct of a nominating committee**

#### **Section 3.02 QUALIFICATION**

**3.02.1 Only LEADER FUND members of Liberian descent with 4 years of membership with the organization shall serve as officers of the LEADER FUND.**

#### **Section 3.03 TENURE OF BOARD MEMBERS**

**3.03.1 Board members shall serve a four year term and be eligible for re-election for another four years upon the discretion of the membership. However, in case of death, resignation, removal or the like, by-elections shall be held to fill such vacancy (ies). The full term of a member of the Board of Directors shall run from January 1 of the year after election to December 31, three years after election.**

## LEADER FUND: BY-LAWS AND CONSTITUTION

### Section 3.04 MEETINGS AND ATTENDANCE

**3.04.1 Board meetings shall be held on a quarterly basis (every 3 months) and general membership meetings shall be held on an annual basis (twice a year).**

## Article IV. NOMINATION AND ELECTION OF DIRECTORS

### Section 4.01 NOMINATIONS

**4.01.1 Recommendations for nominees for the Board of Directors may be submitted by bona fide LEADER FUND members to the Nominating Committee according to published elections schedule.**

### Section 4.02 VACANCIES

**4.02.1 Any director may resign at any given time through written notice to the Board Chair or the secretary of the Board. Such resignation shall take effect at the time in the notice, and if not specified, the resignation shall take effect at the discretion of the Board. Any vacancy on the Board may be filled by a vote of the majority of the remaining directors even if less than a quorum.**

## Article V. NOTICE, NUMBER OF MEETINGS

### Section 5.01 NOTICE

**5.01.1 Written notice stating the place, day and hour of each of the Board of Directors meeting shall be served to each director not less than 21 days before the date of the meeting. There shall be no less than four regular meetings of the Board of Directors in each [Fiscal or calendar] year.**

### Section 5.02 QUORUM AND VOTING

**5.02.1 A majority of Board of Directors shall constitute a quorum at any meeting of the Board of Directors. Each Director shall be entitled to one (1) vote. If less than a quorum is present at a meeting, a majority of the directors present may adjourn the meeting from time to time without further notice other than announcement at the meeting, until a quorum shall be present. There shall be no vote by proxy at any meeting of directors.**

## Article VI. DUES AND MEMBERSHIP OBLIGATIONS

### Section 6.01 DUES

**6.01.1 Membership dues shall be in the amount of \$100.00 to be paid on an annual basis.**

**6.01.2 Board member dues shall be set at \$200.00 annually.**

## **LEADER FUND: BY-LAWS AND CONSTITUTION**

### **Article VII. MOTTO**

**Section 7.01** The motto of LEADER FUND shall be "Let no Liberian suffer from an emergency or disaster situation"

### **Article VIII. MEMBERSHIP REQUIREMENTS AND ENTITLEMENT**

**Section 8.01** All individuals or affiliates seeking to join or help to foster the development of LEADER FUND may apply in writing/application through the secretariat and must be approved by the board.

**Section 8.02** Membership to LEADER FUND shall not be restricted on the basis of race, sex, religion, ethnicity, creed nor nationality.

#### **Section 8.03 ENTITLEMENT:**

**8.03.1** All regular members are entitled to vote or nominate officers to govern the organization. Only members in good standing (full dues paid) shall be eligible to vote in the affairs of the LEADER FUND.

### **Article IX. ORGANIZATION\**

**Section 9.01** All activities and functions of LEADER FUND, shall be channeled through the Chairman and Secretariat of the Board where it shall be directed or transferred to the appropriate area for implementation, or if need be, to the Board for approval.

### **Article X. GENERAL ASSEMBLY**

**Section 10.01** Shall be the highest decision making body. It shall comprise all regular members of the Organization; shall approve and amend the by-laws and constitution and act on all matters that may be brought before it by the Board. All categories of members as indicated in this constitution shall constitute the General Assembly. The General Assembly shall meet on (1) time during the course of a year.

### **Article XI. PRINCIPAL OFFICERS AND THEIR FUNCTIONS**

**Section 11.01** The affairs of the Leader Fund shall be conducted by the following members:

- a. Chairman
- b. Vice Chairman
- c. Secretary General
- d. Treasurer
- e. Assistant Secretary General

## **LEADER FUND: BY-LAWS AND CONSTITUTION**

### **Section 11.02 QUALIFICATIONS AND FUNCTIONS OF CHAIRMAN**

**11.02.1 The Chairman shall be of Liberian descent, not less than thirty (25) years of age with good public conduct and an active member who has demonstrated unquestionable interest and concrete contribution to the development and promotion of Liberia. The Chairman shall have the following functions:**

- a. Presides over all meetings and conferences of the organization;**
- b. Appoints the technical advisor and appoint all other standing committees in consultation with the Board;**
- c. Shall be the Chief Executive Officer of the organization and shall authorize the convening of an emergency meeting of the organization.**
- d. Shall be signatory to all international correspondences from the Board.**
- e. Shall be a signatory to the disbursement of all funds.**
- f. Shall make an annual report to the General Assembly.**

### **Section 11.03 QUALIFICATIONS AND FUNCTIONS OF VICE CHAIRMAN**

**11.03.1 The Vice Chairman shall:**

- a. assist the chairman in the performance of his duty and act as chairman in the absence of the chairman.**
- b. Shall act as chairman in the case of death, disability, impeachment or resignation of the chairman.**
- c. Shall perform other functions as may be assigned him by the chairman.**
- d. Shall serve as ex-officio on all standing committees.**

### **Section 11.04 QUALIFICATIONS AND FUNCTIONS SECRETARY GENERAL**

**11.04.1 The Secretary General shall:**

- a. perform the duties common to such an office, such as keeping an accurate record of minutes and attendance, handles all correspondences; and preserving the official records of LEADER FUND and shall take and read all minutes of Business/Board meetings of LEADER FUND's Board.**
- b. prepare the agenda for all meetings;**
- c. serve at the will of the Board through the Chair.**
- d. be signatory to LEADER FUND Board Account.**

## **LEADER FUND: BY-LAWS AND CONSTITUTION**

### **Section 11.05 QUALIFICATIONS AND FUNCTIONS OF TREASURER**

#### **11.05.1 The Treasurer shall:**

- a. be a person of good moral standing and possess accounting knowledge and skills;**
- b. keep account of all funds of the organization.**
- c. be an active participant of and signatory to all financial transactions of the organization.**
- d. prepare periodic financial report on the status of the organization's funds.**

### **Article XII. FINANCE & BANKING**

**Section 12.01 Funds of LEADER FUND shall be kept in a reputable bank within the United States.**

**Section 12.02 Cash in the amount of \$500.00 constitute petty cash and shall be kept in escrow by the treasurer for miscellaneous purposes.**

**Section 12.03 Any amount for disbursement in excess of the petty cash of \$500.00 will require approval of both the Chairman and the Treasurer. .**

**Section 12.04 Signatories for withdrawal of funds from the account of the LEADER FUND shall be the following persons:**

- a. Chairman (compulsory signatory)**
- b. Treasurer**
- c. The treasurer, chairman and any one of the other board members**

**Section 12.05 The assets and finances of LEADER FUND shall be audited once per annum (every January) by a committee, outside auditing expert, or reputable accounting firm appointed by the Board.**

### **Article XIII. CAUSE (S) FOR DISMISSAL/IMPEACHMENT**

**Section 13.01 Any officer shall be removed from office by a vote of not less than 2/3 majority of the Board for established reasons related to: perpetrating or engaging in acts criminal in nature such as financial improprieties, drug and alcohol abuses, etc. and acts deemed incompatible to the goals and principles of LEADER FUND. In such a case a written cause will be presented and a hearing will be conducted by the Board and/or an independently established standing committee composed of Members of the General Assembly (in good financial standing) to establish validity of the cause of action and adhere to transparency in order to prevent the possibility of collusion amongst sitting Board Members.**

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**Article XIV. AMENDMENT**

**Sec. 14.01** Proposed amendment to the By-laws and Constitution shall be submitted in writing by any member or unit and be presented at a regular Board meeting. The proposed amendment must receive 2/3 votes before amendment of such article.

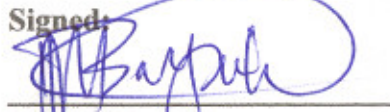
**Article XV. DISSOLUTION**

**Sec. 15.01** In the event that the life of the organization ends or the organization is to be dissolved, all assets of the Leader Fund must be disposed off exclusively for non-profit purposes or donated directly to exempt organization(s).

Adopted in the City of Upper Marlboro on August 16, 2007

In witness whereof we hereby affix our signatures to this document:

Signed:



Joseph Baysah  
Secretary General

Approved:



Isaac Vah Tukpah, Jr.  
Chairman, Board of Directors