



BYLAWS

ARTICLE 1 PRINCIPAL OFFICE

The principal office of the Society shall be located in the United States of America, in a city designated by the Board of Directors. The Society may have such other offices as the Board may determine.

ARTICLE 2 MEMBERS

2.01 Membership in the Society shall be in accordance with Article III of the Constitution and these Bylaws.

2.02 REGULAR MEMBERS. Regular members are those members who are:

- A. Eighteen (18) years or older; and,
- B. Followers of the Tawhid Faith and of Druze descent, their spouses and children; and,
- C. US citizens (regardless of where they reside); OR, residing in the US as Permanent Residents OR residing in the US on a Visa (such as College Students); and,
- D. FOR NEW MEMBERS ONLY: Status verification and recommendation must be made by two (2) ADS Regular Members in Good Standing.

2.03 ASSOCIATE MEMBERS. Associate members (International Druze Members) are those members who are:

- A. Eighteen (18) years or older; and,
- B. Followers of the Tawhid Faith and of Druze descent; and,
- C. Not residing in the US and not a US Citizen/Permanent Resident; and,
- D. Status verification and recommendation must be made by two (2) ADS Regular Members in Good Standing.

2.04 LIFETIME MEMBERS. Lifetime members are those members who meet the same requirements as a Regular Member in 2.02 above. The following apply:

- A. If, at the time of applying for Lifetime Membership, a couple is already married, then the discounted published rate will be offered since they are applying as Husband and Wife.
- B. In the situation where an individual owns an individual Lifetime Membership, and he/she marries a person who is not a Lifetime Member, the spouse can then apply to a Husband and Wife membership by paying the difference between the current Individual Lifetime Membership rate and the Husband and Wife Lifetime Membership rate.

- C. In the case of the death of either spouse in a Husband and Wife Lifetime Membership, the surviving spouse becomes an Individual Lifetime Member and no refund is offered.
- D. In the case of the divorce of a married couple holding the Husband and Wife Lifetime Memberships, each spouse shall walk away with their own Individual Lifetime Memberships, whether or not they applied together.”

2.04 HONORARY MEMBERS. Upon the unanimous vote of the Board, an honorary membership in the Society may be granted to any deserving person for outstanding contributions in furthering the aims and purposes of the Society or for outstanding service to the Society. Any such honorary member shall not be required to pay dues, shall not have the right to vote, and shall not be eligible for any National or Chapter office.

2.05 VOTING. Each Regular Member in Good Standing shall be entitled to one vote on each matter submitted to a vote of the members. No other class of membership shall vote.

2.06 GOOD STANDING. A member shall be in good standing with the Society if he qualifies for membership and has timely paid his dues.

2.07 CUMULATIVE VOTING. Cumulative voting shall not be allowed.

2.08 TERMINATION. The Board, by an affirmative vote of two-third of all the members of the Board, may suspend or expel a member for cause after granting the opportunity to have an appropriate hearing and may, by a majority vote of those present at any regularly constituted meeting, terminate the membership of any member who becomes ineligible for membership.

2.09 REINSTATEMENT. The Board may, upon written application by a former member and upon a two-thirds affirmative vote, reinstate such former member upon such terms as the Board may deem proper.

2.10 TRANSFER. Membership in the Society is not transferable or assignable to another person.

ARTICLE 3 MEETING OF MEMBERS

3.01 BUSINESS MEETING. The annual business meeting shall be held at 9:30 a.m. on the day before the last day of the annual convention for the purpose of transaction of business of the Society, and announcement of the election results for National offices.

3.02A. NOMINATIONS. Nomination for any National office shall be accomplished by petition as set forth in Articles 3.06 (Petitions) and 3.07 (Filing).

3.02B. CONDITIONS & LIMITATIONS. Due to limitations on number and composition of National Board Members imposed in 4.02D (BOD Composition and Number) of these Bylaws, nomination petitions for the office of National Board of Directors shall be declined if such candidate’s election would exceed the stated limits.

3.03 ELECTION. An annual election shall be held for the purpose of electing appropriate directors, president-elect and vice-president. Candidates for the offices of President-elect, Vice-President and Directors shall be elected by majority vote of those regular members in good standing who vote in accordance with Articles 3 (Meeting of Members) and Article 4 (Board of Directors) of these Bylaws.

3.04 SPECIAL MEETINGS. Special meetings of the members may be called by the President, the Board, or not less than one-tenth of the regular members in good standing at such time and place as the President or the Board may designate.

3.05 NOTICE. A written, printed or electronic notice stating the place, day, and hour of any meeting of members shall be delivered, either personally, by mail, email or by the Society newsletter, to each member entitled to vote at such meeting, not less than fifteen (15) nor more than fifty (50) days before the date of such meeting, by or at the direction of the President, or the officers or persons calling the meeting. In case of a special meeting or when required by these Bylaws, the purpose or purposes for which the meeting is called shall be stated in the notice. If mailed or sent by the Society Newsletter, the notice shall be deemed delivered when deposited in the mail or sent electronically.

3.06 PETITIONS. Petitions of candidates for the offices to be vacated in the next fiscal year shall be submitted on a form, printed or electronic, provided by the Nominations and Elections Committee, completely filled, and accepted after the annual business meeting at the National Convention and no later than the following December 31st.

3.07A. PRINTED FILING. Any member in good standing seeking National Office with the Society shall file with the Executive Director of the Society (or President, if none) a petition, receipt of which shall be acknowledged, stating the office he/she is seeking and bearing information, including printed names, phone numbers, signatures, addresses, and email addresses of a minimum of (10) regular members of the Society in good standing with copies of any timely received petition to be forwarded expeditiously by the Executive Director (or President, if none) to each member of the Nominations and Elections Committee. No written petition shall be accepted after December 31st of the then Current Fiscal Year.

3.07B. DIGITAL FILING. Electronic petition forms that are downloaded from the ADS Digital Community do not need to have signatures for submission. They shall be transmitted with copies to all of the people listed with a request by the petitioner asking for a required electronic confirmation by all listed members. Scanned or electronic copies of the received petition shall be emailed expeditiously by the Executive Director (or President, if none) to each member of the Nominations and Elections Committee. No petitions shall be accepted after December 31st of the then current fiscal year.

3.08 VERIFICATION OF QUALIFICATIONS. The Nominations and Elections Committee will, before the annual National Election, verify and certify the qualifications and fitness of all candidates who have petitioned for nomination to their desired office in accordance with Article IV (3) of the Constitution of the ADS and Articles 2 (Members), 3 (Meeting of Members), and 4 (Board of Directors) of these Bylaws.

3.09 NOTIFICATION OF MEMBERSHIP. Notification of the eligible candidates intention to seek election will be timely made in the Society's Magazine, Digital Community and/or by special election mailing from the office of the Executive Director (or President, if none) after certification.

3.10 CLOSURE OF VOTING ROLLS. The roll of those regular members in good standing eligible to vote in the National Election will be closed at 5 p.m. on April 30th at which time a comprehensive list of eligible voters shall be compiled for ballot verification.

3.11 ELECTIONS. Annual National Elections shall be held in May of each year on a day selected by the Nominations and Elections Committee and voting shall be by secret ballot mailed to each eligible voter or electronically through the Digital Community and under such terms and conditions established by said Committee. Candidates shall be elected by majority vote of those regular members in good standing and voting by secret ballot returned by mail in accordance with these Bylaws.

3.12 METHOD OF VOTING. Voting shall be accomplished by voting for all offices and referendum items on a single identified ballot returned by mail as directed by the Nominations and Elections Committee.

ARTICLE 4 BOARD OF DIRECTORS

4.01 GENERAL. The composition, qualifications and powers of the Board shall be in accordance with these Bylaws.

4.02 COMPOSITION AND NUMBER. The Board shall be constituted of thirteen (13) members:

A. The then current President and Vice-President of the Society;

B. The immediate Past-President of the Society or the then current President-Elect of the Society;

C. The then current Director of the Council of Presidents; the then current Chairperson of the National American Druze Young Adults (ADYA) Board of Directors; the then current Chairperson of the Council of Trustees (COT); and Seven (7) Directors of the Society who are qualified in accordance with Article IV (3) of the Constitution and with these Bylaws.

D. At a given time, there shall be not more than two (2) Directors on the National Board from the same Chapter. In the event the chapter membership exceeds 500, a third Director may be elected from the same Chapter. In no case, a chapter shall, at any given time, have more than three (3) Directors on the National Board, with the exception of appointed positions.

E. Chapter Presidents cannot serve concurrently on the National Board.

4.03 TENURE. The terms of the members of the Board shall be determined as follows:

A. The terms of the President and Vice-President shall be two (2) years each. The President shall not be eligible to serve two (2) consecutive terms but will, after one Presidential term, serve as a full voting member of the Board in the capacity of immediate Past-President of the Society for a term of one (1) year. The term of the President-Elect shall be one (1) year as a full voting member of the Board, after which he shall be installed as President and serve the term of President;

B. The terms of the elected positions including the Director of the Council of Presidents, the Director of ADYA and the Chairperson of the COT shall be for three years as defined in articles 10.04, 11.03 and 12.03.

C. The seven (7) Directorships shall be called "Director, Place 1", "Director, Place 2," etc. respectively, through and including "Director, Place 7";

D. The tenure of each Director elected to fill the vacancy created by term expiration shall be three (3) years.

4.04 QUALIFICATIONS AND DUTIES. To qualify to serve on the BOD, each candidate shall:

A. Be a regular member of the ADS in good standing for at least the last three (3) consecutive years and a citizen or a permanent resident of the United States.

B. Be a person having integrity and good moral character.

C. Have served the Society to the best of his/her ability in good faith as an active participant at the local, chapter or National level.

D. Have or pledge to learn before his/her first Board meeting, a working knowledge of Parliamentary rules (Robert's Rules of Order).

E. Be proficient in the English Language.

F. Understand and pledge to support the ADS stated goals and purposes while he/she serves on the Board.

G. Keep overseas and American politics out of the ADS at the Chapter and National level.

H. Have a basic knowledge of the various functions of a non-profit organization (Constitution, Bylaws, finances, budget and tax structure).

I. Be willing, as directed by the President, to assist local chapters in planning their yearly activities and be a liaison between the local chapter and National Board as well as attending a minimum of two (2) functions at chapter level annually.

J. Actively participate in the financial planning of the ADS (e.g. fund raising, and budget planning) and submit proposals for fund raising.

4.05 REGULAR MEETINGS. Two (2) regular meetings of the Board shall be held as follows:

A. On the day before opening day of the Annual Convention at a time and place designated by the President. The agenda of such meeting shall include the following:

1- Reading and approval of minutes of the last meeting and reading of the minutes of all meetings since the last Annual Convention.

2- Review and approval or disapproval of annual reports from the National Treasurer, Executive Director, (if any), Editor of the Newsletter, and each chairperson of all special and /or standing Committees.

3- Personal presentation by the Convention Chairperson of all convention events, activities, and any problems existing or anticipated.

4- Assignment and review of duties for each member of the Board for registration day, all business and election meetings, reception line at the banquet, seating and any other duties during the Convention.

5- Set time and place of any special meetings during the convention.

B. The day after the last day of the Annual Convention at a time and place designated by the President.

4.06 SPECIAL MEETINGS. Special meetings of the Board may be called by the President or any three Directors and be held at such place and time, as the person(s) calling such meeting shall fix.

4.07 NOTICE. Notice for any special meeting of the Board shall be given to all Board members at least five days previously thereto by written notice mailed or emailed or by telegram and shall be deemed delivered when postmarked or sent by email or when received by the telegraph company. Any Board member may waive notice of any meeting and attendance at any meeting shall constitute a waiver except where a Board member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

4.08 QUORUM. A majority of the Board shall constitute a quorum for the transaction of business at any Board meeting. If less than a majority is present, a majority of the members of the Board that are present may adjourn the meeting from time to time (not to exceed three (3) days) without further notice until a quorum is present.

4.09 VACANCIES. In the event any member of the Board (including President, President-elect, Vice President, National Director of ADYA, Chairperson of COT, and the Director of the Council of Presidents) is absent from two or more consecutive Board meetings, the position held by such absentee member may be declared vacant by the remaining Board members unless good and sufficient cause can be shown in writing. Being absent from any or all Board meetings held immediately prior to, during or immediately after the Society's Annual Convention shall be considered missing only one meeting.

A. In the event the office of President is vacated for any reason, the President-Elect (or the Vice-President, if none) shall assume the duties of President (and, if the Vice-President, will be eligible for another term as President) and the Board shall elect one of their members as Vice-President if the Vice-President assumes the Presidency, who shall serve the remainder of the unexpired term(s).

B In the event the Director of the Council of Presidents, the National Director of the ADYA, or the Chair of the Council of Trustees misses two or more consecutive National Board meetings without showing good and sufficient cause in writing, the remaining Board may declare such position vacant and request a new election, recommendation and approval of a new Director for the vacant position.

C. Any other vacancy occurring on the Board and any directorship(s) to be filled by reason of an increase in the number of Directors shall be filled by appointment by the President with approval by the Board. The Director so appointed shall serve for the unexpired term of his predecessor.

4.10 REMOVAL. The President, President-Elect, Vice-President and/or any member of the Board may be impeached, removed from office (and a qualified regular member of the Society in good standing elected in his place by the membership at the next annual Election) if two-thirds of the remaining Board members or two-thirds of the Society's members in good standing vote that such President, President-Elect, Vice-President and/or Board member is guilty of misappropriating Society funds, substantial dereliction of duties and/or committing any act which would bring discredit or disgrace to the Society or any of its chapters. Such impeachment, removal and election shall be conducted according to the procedures and rules established by the remaining members of the Board.

4.11 COMPENSATION. Directors as such shall not receive any stated salaries for their services but, by resolution of the Board, a fixed sum and /or expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the Board. Nothing herein shall be construed to prevent any Director from serving in any other capacity and receiving compensation therefore.

4.12 CONSENT. Any action or motion, which may be taken at a Board Meeting, may be taken without a meeting by verifiable electronic communication (i.e.: email). Calling for electronic or email voting with explanations shall be done by the President or by two board members. However, two (2) Board members must call for a special meeting within 48 hours of receiving the electronic vote request, should there be an objection to such electronic voting. If no objections are made within the 48-hour period, electronic voting is administered with the same effect as if it was made in a Board meeting. Deadline for submitting the votes shall be at least five (5) days from the electronic vote request. Motions pass by two-thirds majority when voting by email. Votes can be collected by the Executive Director, President or an assigned Board member. Results are announced and shared with the whole Board including each director's name and his/her cast vote. Such motion/action and resulting vote must be recorded in the minutes of the next scheduled Board meeting.

4.13 MEETING BY TELEPHONE OR DIGITAL MEDIA. Any special meeting of the Board may be convened and conducted by means of long distance conference telephone if notice is given in accordance with Article 4.07 (Notice) of these Bylaws and a quorum attained.

ARTICLE 5 OFFICERS

5.01 OFFICERS. The officers of the Society shall be a President, a President- Elect or Immediate Past-President, a Vice-President, Treasurer, a Secretary, and such other officers as may be elected or appointed in accordance with this Article. The President, with approval by the Board, may appoint such other officers and assistant officers as he shall deem desirable, such officers to have authority and perform the duties prescribed by the Board. Any two or more offices may be held by the same person, except the offices of President and Treasurer.

5.02 ELECTION AND TENURE. The President, President-Elect, Vice-President and Directors shall be elected by the regular members in accordance with Article 4 (Board of Directors), and the other officers shall be appointed by the President as soon after the Annual meeting as possible. Each officer shall hold office for his or her prescribed term and until his successor shall have been duly elected or appointed and taken the oath of the office.

5.03 VACANCIES. A vacancy in any office, other than President, President- Elect and Vice-President because of the death, disqualification, resignation or otherwise, may be filled by the President with approval of the Board for the unexpired portion of the term.

5.04 PRESIDENT. The President shall be the principal executive officer of the Society and shall supervise, direct and execute all the business and affairs of the Society. He shall preside at all the meetings of the members and of the Board. The President shall have the privilege of discussing all matters brought before the Society or the Board but shall vote only to break a tie vote. The President shall exercise his discretion as to the number of times which any item shall appear on any given agenda and shall have the right to authorize the addition of items to any previously prepared agenda. He shall, in general, perform all duties incident to the office of President.

5.05 VICE-PRESIDENT. The Vice-President shall perform such duties as may be assigned to him by the President of the Board and shall, in the absence of the President or in the event of his inability or refusal to act, perform the duties of the President.

5.06 TREASURER. The Treasurer shall have oversight of, and be responsible for all funds and securities of the Society and shall, in general, perform all the duties incident to the office of Treasurer and such other duties as may be assigned to him by the President or the Board who may require him to post bond for faithful discharge of duties.

5.07 SECRETARY. The Secretary shall keep the minutes of the meetings of the members and the Board of Directors, given all notice in accordance with the provisions of these Bylaws, keep a register of the post-office address of every member and, in general perform all the duties incident to the office of Secretary and such other duties as may be assigned to him by the President of the Board.

5.08 OATH OF OFFICE. The President shall, after the election of the Officers and Directors, administer to his successor and to the newly elected Officers and Directors the following **Oath of Office**:

"I (Name), do hereby solemnly swear that I will faithfully execute the office of (Name of Office) and will, to the best of my ability, preserve, protect and defend the honor, dignity and the Constitution of the American Druze Society."

ARTICLE 6 DUES

(All amounts for dues in ARTICLE 6 are effective January 1, 2012)

6.01 Annual dues. The Board will determine the amount of annual dues payable to the National Office of the Society by members of each class. Each member will be in good standing for one calendar year for which their dues are paid. Dues shall be payable on or before January 1st of each year.

6.02 REGULAR MEMBERS. The dues for the following types of regular members will be:

A.	Individual, 18 years and up, not a student	\$75.00
B.	Student member, 18-25 years old, with valid Student ID:	\$40.00
C.	Husband and Wife	\$125.00
D.	Lifetime member, Individual	\$1,500.00
E.	Lifetime members, Husband and Wife	\$2,000.00

6.03 PAID AT CONVENTION. Individual dues and Husband and Wife dues paid at the Annual Convention shall be \$90 and \$150 respectively, unless proof of payment is presented at registration.

6.04 ASSOCIATE MEMBERS. The dues for associate members, defined as "International Druze Members," will be \$75 per year, per member.

6.05 MEMBER BENEFITS

A. A Regular Member in Good Standing shall be entitled to the following:

- EVENTS – Full access to national and local events;
- DIGITAL COMMUNITY – Full online access to all Member designated features and benefits;
- PUBLICATIONS – Full Access to "Our Heritage" magazines, Newsletters and any ADS related announcements;
- GOVERNANCE – Full voting rights; and, if qualified, able to run for office and/or to serve on committees on both National and Chapter levels.
- MEMBERSHIP DISCOUNTS – Full discount where applicable;
- MEMBERSHIP RATES shall comply with Article 6.02 of the ADS Bylaws

B. An Associate Member (International Druze Member) shall be entitled to the following:

- EVENTS – Full access to national and local events;
- DIGITAL COMMUNITY – LIMITED as defined in the Digital Community Policies and Guidelines approved by the National Board of Directors;
- PUBLICATIONS – LIMITED – Electronic newsletters/publications only;
- GOVERNANCE - RESTRICTED. No voting rights and cannot run for office. May serve on relevant committees where international status will benefit the ADS (ie: CORA);
- MEMBERSHIP DISCOUNTS - Full discount where applicable;
- MEMBERSHIP RATES shall comply with Article 6.04 of the ADS Bylaws.

ARTICLE 7 ANNUAL CONVENTION

7.01 The general National Business Conference shall be held once a year and shall be known as the Annual Convention.

7.02 Times and places of the Annual convention shall be selected by the Board based on a feasibility study report and a written request by the Chapter of Druze community, if any.

7.03 The Annual Membership Business Meeting and installation of officers shall take place at the Annual Convention.

7.04 The President of the Society shall appoint annually a qualified and experienced person to serve as the Convention Chairperson who shall serve as directed by the Board.

7.05 The Convention Coordinator and Convention Committee will be selected primarily from the Druze community or chapter, if any, where the convention is to be held under the supervision of and in coordination with the Convention Chairperson. The Board will submit its recommendations regarding all activities and program to the Committee which shall review same and present its finalized written proposed budget and plans for the Convention by December 1st to the Chairperson. The Chairperson, in turn, will present same for approval to the National Board at its next meeting after December 1st at which time the Board shall approve or amend the Committee's proposals and the Committee shall thereafter implement such final plans, program, and budget. Any deviation from said final plans, program, banquet and budget must be approved in writing by the President. The Board will plan, select and control the banquet program, banquet speakers, and master of ceremonies. Any guests to the convention or banquet shall be invited by the President of the Society who will consider recommendations by the committee, Board and Society members.

ARTICLE 8 COMMITTEES

8.01 There shall be permanent standing committees as follows:

- A.** Committee on Religious Affairs (CORA)
- B.** Nominations and Elections Committee (NEC)
- C.** Convention Affairs Committee (CAC)
- D.** Committee on Charitable Affairs (COCA)
- E.** National Scholarship Committee (NSC)
- F.** Educational and Cultural Committee (ECC)
- G.** National Membership Committee (NMC)
- H.** Women's Auxiliary Committee (WAC)
- I.** American Druze Young Adults Board of Directors (ADYA)
- J.** National Digital Community Committee (NDCC)
- K.** National Publishing Committee (NPC)
- L.** National Finance Committee (NFC)
- M.** National Committee on Chapter Affairs (NCCA)
- N.** Council of Trustees (COT)
- O.** Council of Presidents (COP)
- P.** American Druze Museum Committee

8.02 CHAIRPERSONS AND COMMITTEE MEMBERSHIP. The President, with the approval of the Board, shall appoint the Chairperson of each of the standing committees who shall recommend to the Board for its approval the members he wishes to serve on his committee. Each committee shall have and exercise the authority of the Board in the management of the activities of that committee within the limits established by the Board in the Committee's Functional Statement and Guidelines.

8.03 FUNCTIONAL STATEMENTS. Functional statements for each standing committee shall be written and approved by the Board, explaining each committee's purposes and limitations; and, such functional statement shall be written and approved before any vote taken to create any new standing committee.

8.04 OTHER COMMITTEES. The National President shall appoint such other chairpersons to manage such other committees, as he deems necessary to effectively achieve the purposes of his office and the management of the affairs of the Society. These chairpersons shall perform their duties at the direction of the President and their committees shall be dissolved upon completion of their specific tasks.

8.05 CHAIRPERSON TENURE. Each committee Chairperson shall present to the Board a detailed written report on or before January 31 of each year showing what the committee did during the past year, its accomplishments and failures including a fiscal statement and plans with measurable goals for the upcoming year. After the report is accepted as given, any member of the Board may make a motion to appoint someone else, without a name given, to chair that committee. If the motion fails or is not made, the chairperson shall serve for another year. If the motion passes by 75% of the Board present, a new chairperson will be appointed by the Board as soon as is practicable. All Chairpersons must submit a yearly report at the Annual Convention.

ARTICLE 9 CHAPTERS

9.01 STARTING A CHAPTER. A group of not less than twenty (20) persons eligible for regular membership desiring to associate with and act as a Chapter of the Society and, in that capacity, to aid the Society in accomplishing the purposes of the Society as stated in its National Constitution and Bylaws, may submit a completed application and template of goals and objectives for the chapter, obtained from the Society and, when approved by the Board, may become a Chapter in accordance with the rules and regulations contained in the Society's Chapter Handbook.

9.02 POLICIES. Every chapter shall agree to act in conformity with such rules, regulations and policies as the Society may from time to time prescribe. Each Chapter shall have published measurable goals and objectives. Goals and objectives shall be published on the Digital Community and communicated to the chapter members and community. The Chapter handbook shall contain a template and guidelines for establishing, measuring, and achieving such goals.

9.03 CHAPTER HANDBOOK. The Chapter Handbook of the American Druze Society, as amended, is hereby incorporated by reference and shall have the same force and effect as if set out in these Bylaws word for word.

9.04 Chapters must maintain a minimum of twenty (20) paid members in order to remain a Chapter in good standing.

9.05 Chapter Elections. Beginning with the 2011 Chapter elections, each chapter will hold annual elections whereby, about one third of the Board members and staff are elected each year. Each Chapter Board will select a Local election committee consisting of three to five respected members of the community who are considered neutral without any conflict of interest with the nominees (should not be running for office). The local election committee should be approved by the Local Chapter Board. The National Nominations and Elections Committee (NEC) will support the local election committee and oversee Chapter Elections. NEC will provide support with a timeline and with the process of education and verification. Each position on the Board including President, Vice President, ADYA Director and Vice Director, Past President, Secretary, and Treasurer must be tracked for the beginning and end of the position term. All positions have three-year terms staggered as about one third terminating each year. The Election process developed and distributed by the NEC must be followed by all Chapters and has the same effect as these Bylaws."

ARTICLE 10 COUNCIL OF PRESIDENTS

10.01 COMPOSITION. The President of each chapter of the Society shall be a member of the Council of Presidents.

10.02 DIRECTOR. The members of the Council shall elect a person to serve as Director who shall be the principal spokesman for the Council. He shall preside at all meetings of the Council and will prepare, in advance, the agenda of the meeting. The Director will serve as a member on the National Committee on Chapter Affairs.

10.03 QUALIFICATIONS. Each member of the Council of Presidents shall be a sitting President of a Chapter. The Director shall be a Past Chapter President, who successfully completed his/her term and transitioned the affairs of his Chapter to the next President; or, the Director shall be a Past National President. Qualification of the Director shall be the same as the qualifications of National or Chapter Presidents as stated in the Bylaws. The Director shall also be regular member of the society in good standing for at least the last three (3) consecutive years and a citizen or a permanent resident of the United States.

10.04 TENURE. The term of the Director of the Council shall be three (3) years. The terms of council members are determined based on their Presidency of the Chapters. They are automatically members of the Council upon their election as a Chapter President and as long as they are legitimate Chapter Presidents as stated in the Bylaws.

10.05 DIRECTOR ON BOARD. The qualified and duly elected Director of the Council of Presidents shall be a voting member of the National Board of Directors of the Society. He represents the Council and assists in communicating their resolutions and issues to the National Board, making recommendations through Motions for Approval and assisting in communicating the Board's decisions with explanations to the Council of Presidents. The Director of COP is to ensure proper interpretation and explanations of the issues to the Board and resolutions to the Council. He shall be responsible for communicating National Board resolutions and decisions which have impact or require actions from the Chapter Presidents or their Boards. He is not to be responsible for handling regular duties of National Board members and for the interactions of the National Board with the Chapters related to the Operations of the Society such as membership or chapter finances. The Director encourages communication and collaboration among Chapter presidents and fosters sharing of experiences and best practices through the Council meetings and his reports to the National Board. The Director assists in communicating to the Presidents the policies, due dates, and procedures related to Chapter Elections and coordinates Chapter Presidents' rotational presentations to the National Board. The Director is a valuable member of the National Committee on Chapter Affairs. The Director ensures that the council meets at least once a quarter and that the Council participates in the leadership summit.

10.06 BOARD ADVISORS. All members of the Council shall be Advisors to the Board of Directors of the Society and may attend and participate in Board meetings but shall not, with the exception of the Director of the Council, be allowed to vote.

10.07 ELECTION OF DIRECTOR. The National Nominations and Elections committee will have oversight over the election process when the term of the current Director expires or the position becomes vacant. However, only sitting presidents in good standing are eligible to vote for the election of the Director. The nomination for the Director can only be from sitting presidents including the National President or the National Board, subject to qualifications in Article 10.03 (Qualifications).

**ARTICLE 11
AMERICAN DRUZE YOUNG ADULTS (ADYA)
BOARD OF DIRECTORS**

11.01 COMPOSITION. The National ADYA Board of Directors shall be comprised of the Director from each ADYA Chapter Board.

11.02 ELECTION OF NATIONAL ADYA DIRECTOR. The National ADYA Board of Directors shall nominate and elect one of their colleagues to become the National ADYA Director when the term of the current Director expires or the position becomes vacant. However, only sitting ADYA Directors in good standing are eligible to vote for the election of the National ADYA Director.

11.03 TENURE. The term of the National ADYA Director shall be three (3) years. The Director can be re-elected to serve two consecutive terms. After the two consecutive terms (six years), the person is not eligible for consideration for one full term. There is no limit on the number of two consecutive terms served with one term off each time. Based on the stated age limit, a person can run for the Director position if they are qualified as an ADYA member.

11.04 NATIONAL ADYA DIRECTOR. The qualified and duly elected National Director of the ADYA shall be a voting member of the National Board of Directors of the Society. He represents the ADYA Chapters and assists in communicating their resolutions and issues to the National Board, making recommendations through Motions for Approval and assisting in communicating the Board's decisions with explanations to the ADYA Board. The Director is to ensure proper interpretation and explanations of the issues to the ADS Board and resolutions to the ADYA Board. He shall be responsible for communicating National Board resolutions and decisions which have impact or require actions from the ADYA Chapter Directors or their Boards. The Director encourages communication and collaboration among ADYA Chapter Directors and fosters sharing of experiences and best practices through the ADYA Board meetings and through his reports to the National Board. The Director assists in communicating to the ADYA Chapter Directors the policies, due dates, and procedures about events and programs related to the Young Adults.”

**ARTICLE 12
COUNCIL OF TRUSTEES (COT)**

12.01 COMPOSITION. The COT shall be composed of a minimum of seven (7) and not more than twenty one (21) regular members of the Society in good standing. COT members shall be recommended by the President or by Board Members to the President. The Council of Trustees, after discussion and approval by the Council members, may also make recommendations for new members to the President. Final recommendation shall be made by the President to the Board of Directors. The Board shall approve the recommendation by a two-third majority vote. The National Board may request additional information and reschedule the voting. After initial establishment of the Council, members can be added with a frequency of at most one member (replacement or addition) per quarter. If the minimum number of seven is not met, then additional members can be added in the same quarter to reach the minimum. First time

approval of any Council member must be done in a dedicated special Board meeting whereby a hearing is performed. The President makes the recommendation and presents a summary of reasons why the individual should be added as a COT member. This includes a biography, past ADS contributions and future possible contributions. The individual must be present to answer the Board members questions. Any additional ADS active member who knows the nominee very well can be called upon to testify to the character, reputation, and qualifications of the person. The Board, after the nominee and witnesses leave, will deliberate and vote. The person is accepted as a COT member if he/she receives two-thirds of the votes of the Board members present. The meeting must have a Quorum for the voting to be valid. There will be no need for a hearing/special session for renewals. Functional Scope and operating procedures are defined in the Council of Trustees Functional Statement approved by the National Board of Directors.

After their first 3 year term, there is no need to investigate their character any longer. The renewal is only by submitting a recommendation to the Board by the Chair, a brief discussion and vote. No need for the nominated person to be at the meeting.

12.02 QUALIFICATIONS. The COT shall be composed of members whose commitment, devotion and contribution to the welfare and advancement of the Society and its goals have been well demonstrated throughout past years regardless of age. In addition, to qualify for membership on the Council of Trustees, a person must:

- a. Be a member of the ADS in good standing prior to and while serving on the COT.
- b. Have been an ADS member for a cumulative period of ten years or longer.
- c. Have served as National Board Member, Officer, or President and/or a National Standing Committee Chairperson or a Chapter President for a cumulative of more than five (5) years.
- d. Possess integrity, honesty, and the trust of the community. Be of good reputation, of excellent character, and without any convictions or criminal records.

12.03 COUNCIL CHAIRPERSON TENURE. The COT shall elect one of their members as Chairperson who shall serve for a three-year term. The elected Chair shall be approved by a two-third majority of the National Board of Directors. The COT Chair shall serve as a voting Director on the National Board of Directors of the Society for the duration of his Chairmanship. After the first term, the Chair may run for re-election at the Council level. The Council shall re-elect the incumbent Chair or elect a new Chair from among their Members; therefore, there will be no need for a special session. The Chair is then recommended to the Board for approval. A Chair can be re-elected to serve two consecutive terms. After the two consecutive terms (six years), the person is not eligible for consideration for one full term. There is no limit on the number of two consecutive terms served with one term off each time.

12.04 COUNCIL MEMBER TENURE The approved Members of the COT serve for a three (3) year term, renewable upon expiration. The Council Members vote to renew or decline the renewal. The renewal decision is recommended to the Board, which in turn has the right to approve or reject the renewal. No limit on the number of renewals of Members. If multiple Members' terms end in the same quarter, then multiple can be renewed in the same quarter. However, new members can only be added one per quarter and only with a special hearing session.

ARTICLE 13 BOOKS AND RECORDS

13.01 The Society and each of its Chapters shall keep complete and uniform books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors, and committees, and shall keep, at its principal office, a record giving the names and addresses of the members entitle to vote. All books and records may be inspected by a Regular Member in good standing for a proper purpose. At no time shall personal and/or private member records or financial records be removed, photographed or photocopied for any member's personal use.

ARTICLE 14 FISCAL YEAR

14.01 The fiscal year of the Society shall begin on January 1st and end on December 31st of each year.

ARTICLE 15 FINANCIAL AND ACCOUNTING PROCEDURES

15.01 CONTRACTS. The President of the Society, any other officer or agent, authorized by the Board, may enter into any contract or execute instruments in the name of and on behalf of the Society in the normal course of business; at all other times explicit Board authority shall be required, such authority being general or confined to specific circumstances.

15.02 CHECKS & DRAFTS. All checks and drafts or orders for the payment of money, notes or other indebtedness shall be signed by the person or persons authorized and directed by the Board. No amount in excess of \$2,000 may be expended without prior Board approval.

15.03 DEPOSITS. All funds of the Society shall be deposited from time to time to the credit of the Society in such banks, trust companies, or other depositories as the Board may select.

15.04 The Board may accept on behalf of the Society any contribution, gift, bequest or devise for the general purposes or for any specific purpose of the Society.

15.05 All chapters, committees and other constituents of the Society shall open an account in the name of the Chapter, Committee or the Constituent with a prefix ADS

15.06 The officers of the chapters. Committees or constituents shall be under obligation personally by virtue of their office to submit documentation pertaining to the deposits and expenditures acceptable to the National Treasurer in keeping with accounting practice. However, the National Treasurer shall provide a uniform system for setting up accounts and books.

15.07 The officers of the Chapters, Committees or Constituents shall submit consolidated monthly reports within fifteen (15) days of the end of the month. This will include copies of all bank statements, investment accounts, canceled checks, itemized description of all expenditures and deposits, and any other pertinent financial documents or information. A Chapter Treasurer shall respond within one week to requests made from the National Treasurer and/or contracted accountant should either request additional information from said Chapter.

15.08 Any deviation and/or neglect in spirit and letter of the foregoing provision pertaining to the accounts shall constitute the basis of disciplinary action by the Board of Directors of the Society.

15.09 The President and the National Treasurer shall make everything possible to keep the society's financial system in order including bookkeeping, reporting to IRS and shall initiate legal action as and when necessary in the interest of keeping proper accounts and protecting the property of the Society. Such action shall be reported to the Board of the Society.

15.10 All immovable and movable properties purchased by the chapters, committees and constituents shall be in the name of ADS.

15.11 Disbursement of the restricted funds shall be made only upon approval of the National Board.

15.12 The National Treasurer shall post a surety bond in an amount at the Board's discretion with the Society as beneficiary. The bond is to protect the Society's assets from any improper actions.

ARTICLE 16 SEAL

16.01 The Board shall provide a corporate seal, which shall be in the form of a circle and shall have inscribed thereon the word "Corporate Seal of the American Druze Society" a five-pointed star representing the five Principles (H'dood) of the Tawhid Faith, and the year 1946.

ARTICLE 17 AMENDMENTS TO BYLAWS

17.01 These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by a vote of no less than 75% of the Board present at any regular or special meeting, if at least ten (10) days' written notice is given of such intention to alter, amend, or repeal these Bylaws or to adopt new Bylaws at such meeting.

These Bylaws were originally amended and adopted on the 26th day of May, 1979. As too many amendments were made in the ensuing years, reading and comprehending current Bylaws became confusing. Therefore, at a National Board Retreat in Dallas, Texas, April 23-25 2010, it was decided to produce a clean version that includes all the prior bylaw changes and corrections. Next, during National Board web conferences, on June 18, 2010, January 21, March 7, March 21, and May 7, 2011, additional corrections and amendments were needed and made. All the amendments made up to the Board meeting of June 20th 2011 are made in a totally revised version of the document. The Bylaws before these amendments are archived at the Society's main office. Future amendments will be made and tracked at the end of this document.