

**BYLAWS
OF
LOURDES EX STUDENTS ASSOCIATION, USA
(LESA USA)**

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ARTICLE 1 – ADDRESS

The principal office of the Lourdes Ex-Students Association, USA (LESA USA), will be the current President's mailing address or as delegated by the President.

ARTICLE 2 – PURPOSE AND OBJECTIVES

Section 1. LESA USA Association

The purpose shall be to enrich the alumni experience and foster beneficial relationship among alumni and with Our Lady of Lourdes College.

Section 2. LESA USA Objectives

The objectives shall be as follows:

- To foster spiritual growth by developing and supporting LESA branches as organized, recognized Christian groupings to serve as ambassadors for our alma mater by establishing and sustaining lifelong relations between Our Lady of Lourdes College, its alumni, and friends through stewardship, mentoring, volunteering, networking opportunities, and advocacy to support LESANS to be law abiding, productive citizens who contribute positively to the communities in which they live and to empower them with Strategic Organizational Leadership and Survival skills that make them effective leaders to support Lourdes college achieve its mission and goals
- To collaborate with other LESA entities supporting our alma mater

ARTICLE 3: MEMBERSHIP

Section 1. Type of Membership

The Association shall have two categories of members:

1. Full Membership

Membership is open to any matriculated person from Our Lady of Lourdes College who has fully complied with registration within her area and registration with the National Executive Committee. In cases where a LESA USA branch does not exist, such a member is a full member provided she fulfills her registration to a branch. She is described as a member at large. All full members shall have full voting rights and full LESA privileges if they are in good standing pursuant to Article 3, Section 6; Article 5, Section 9).

2. Others

- A. Associate Members: Faculty and staff (past or present) or any such person who has been closely associated with the administrative and pedagogic operation of Our Lady of Lourdes College. Such a member is an associate member provided he/she fulfills her registration to a branch or directly with the approval of the National Executive Committee (NEC) to the National Treasurer. Such persons shall have all member privileges except voting rights, no registration dues to LESA Global.
- B. Honorary Members: Individuals including parents, spouses, and siblings of Lourdes Ex-Students, and adult children (18 years and older) of Ex-Students and other personalities who are sympathetic to the LESAN purpose. Honorary members shall not be required to

pay dues and have no voting rights. Honorary members shall be chosen by unanimous vote of the NEC.

- C. Honorary Life-Time Members: Honorary Life Memberships shall be persons (non LESANS) who have a record of outstanding service to LESA USA over a two year period. Honorary members shall be chosen by unanimous vote of the NEC. An honorary member has no voting rights.

Section 2. Revocation of Membership

The LESA USA National Executive Committee may revoke the membership of any individual, by **a majority vote**, in the Association for a good cause, including, but not limited to, actions by an individual that bring disrepute, damage, or injury to the stature or reputation of LESA USA. Any determination by the LESA USA NEC to revoke the membership status of any individual is appealable to the LESA USA National Executive Committee in the first instance, and then to the LESA USA AGM, if need be, whose decision (the AGM's) shall be final. The LESA USA NEC shall adhere to processes and procedures as set forth in Article 9 of these by-laws.

A suspended member may regain membership upon completion of the specific suspension period. A regular member who has been expelled can be readmitted upon her request in writing to the NEC with majority approval of the NEC, provided she demonstrates evidence of meeting the required standards, based on a recommendation from the Chapter/Branch Executive on case by case basis.

Section 3: Dues

Each Full and Associate Member will be charged annual dues for membership in the Association (July to June), effective from the date membership due is received by the National Treasurer. The amount of the annual dues is \$50.00 with March 31st deadline. The Association may increase or decrease the annual dues subject to the approval of the National Executive Committee. All changes shall become effective at the beginning of the next fiscal year (AGM). National dues shall be collected by the Branch Treasurers and forwarded to the LESA USA National Treasurer by March 31st or at the earliest next date.

Section 4: Registration Dues To LESA Global

The registration dues to LESA Global (see Global Constitution) and will be paid after LESA USA's annual convention. The annual registration contribution collected will be communicated at the LESA USA Convention by the financial secretary.

Section 5: Good Standing.

To be recognized as a member in good standing with the Association, an individual must have their dues and convention levy (refer to Article 12) paid and received by the LESA USA National Treasurer by March 31st of that fiscal year. Additionally, each member is required to attend at least 50% of the branch meetings and/or social gatherings within their branch.

Failure to do so, will result in the following:

1. Not eligible to serve in committees
2. Not eligible to vote
3. Not eligible to run for election.
4. Excluded from Online communication platforms for registered members.

Any member who fails to pay annual dues and convention levy when required shall automatically cease to be a member in good standing of the Association. Membership shall be reinstated upon payment in full of all outstanding dues for the current year.

ARTICLE 4: ORGANS OF THE ASSOCIATION

The organs of the association shall comprise of:

1. The LESA USA General Assembly
2. The LESA USA National Executive Committee (NEC)
3. The LESA Extended National Executive Committee (ENEC= NEC + Branch presidents, vice presidents, and secretaries)

ARTICLE 5: THE LESA USA GENERAL ASSEMBLY AND CONVENTIONS

Section 1: The LESA USA General Assembly

The LESA USA general assembly shall constitute all registered members of the association and shall be the supreme and final authority of LESA USA

Section 2: Annual Meeting and Agenda.

The LESA USA general assembly shall meet annually in ordinary session at a place and time determined by the LESA USA AGM in June. The LESA USA Secretary General in consultation with the LESA USA national executive shall inform branches in case of a change of date of the annual reunion at least three (03) months in advance. The draft agenda of the general assembly meeting shall be communicated to branches at least three (03) weeks in advance.

Section 3: Quorum

Of the members in good standing present at the LESA USA annual general meeting/convention or special session, two-thirds (2/3) of them shall constitute a quorum (unless otherwise specified).

Section 4: Meetings Conduct.

Meetings shall be conducted in accordance with Robert's Rules of Order's Current Revision¹¹; which outlines parliamentary procedure for meetings; and the rules contained therein shall govern where applicable and when not inconsistent with the LESA Constitution and Bylaws and these by-laws.

Section 5: Agenda.

1. Opening and closing prayers
2. Financial report
3. Receive and adopt the balance sheet of the last year(s)
4. Appoint or elect executives of the association in an election year or when there is a vacancy

¹ Roberts Rule can be access at www.roberstrules.com

5. Set up and dissolve committees as needed
6. Summary Report of Branch activities
7. Consider any other matters related to the association with the permission of the chair.

Section 6: Minutes

Meetings minutes shall be kept in a file (online) by the secretary. The minutes of the LESA USA AGM shall be sent to all branches within two months after the AGM.

Section 7: Motion

Motions can only be tabled, seconded, and countered by fully registered members in good standing. During a meeting, any motion moved by a member shall be duly seconded and where there is a counter motion, duly moved and seconded, before the matter shall be put to vote. Resolutions taken at LESA USA general assembly are the responsibility of the LESA USA NEC to implement. The LESA USA NEC shall provide a plan within 30 days of how resolutions shall be implemented.

Section 8: Voting

Only fully registered members in good standing shall be entitled to vote; each qualified member is entitled to one vote. Where there is a tie, the LESA USA National President shall have a casting vote. Elections shall be won by simple majority vote of the eligible members present in person at the LESA USA AGM/convention ~~General Assembly~~ and by proxy as approved by the Election Committee. Voting shall be conducted by secret ballot. However, voting by acclamation may be accepted where there is only one (1) candidate for the position.

Section 9: Elections

At a minimum, to be eligible to run for office, a LESA USA member must be fully registered and be in good standing for at least a year to the date of the election, with the exception of the first year following the adoption of these by-laws in which case you have to be a fully registered member in Good standing for at least 9 months. Other eligibility criteria as set forth in this article and in Article 3 and according to further regulations of the election committee. LESA USA national elections shall be conducted when the general LESA USA assembly meets in ordinary session. In the event elections are not conducted, the LESA USA NEC shall within three (3) months or earlier but not later convene a special session of the general assembly for the purposes of conducting elections. The current LESA USA NEC under the direction of the National President shall ensure the continued smooth running of the association until elections are conducted.

The candidate:

- a. Be a current member in good standing, Article 3, Section 6 of these by-laws and other criteria as set out in these by-laws and the elections committee
- b. Submit letter of interest, including candidate's vision and platform, short biographical information with documented evidence of knowledge of LESA, LESA USA, or LESA branch activities and participation to the Chair of the Election Committee no later than March 30th of the election year or as agreed by a majority of the general assembly if the candidate is identified at the LESA USA AGM/convention.

- c. Candidates for the elected NEC positions shall not be members of the board of the 501c3 entity. See Article 8 for exceptions.

Section 10: Fiscal Year.

The fiscal year of the association shall be July to June.

ARTICLE 6: THE NATIONAL EXECUTIVE

Section 1: The National Executive Committee (NEC) composition.

The NEC of LESA USA shall comprise the following officers and members:

- The President
- The Vice President
- The Secretary
- The Vice Secretary (optional)
- The Treasurer
- The Financial Secretary
- The Publicity Secretary
- The Vice Publicity Secretary (optional)
- Two Auditors
- Two advisers – non NEC voting positions
- Committee Chairpersons (non NEC voting positions)
- The Branch Presidents

Section 2: Governance

The LESA USA NEC shall take no action that is contrary to the LESA Constitution or Bylaws of the Association.

The NEC shall not act in a manner that may conflict with decisions made by majority vote of the general assembly sitting at LESA USA AGM/convention or the goals and objectives of LESA as stipulated in its Constitution, Bylaws and other governing instruments.

Each officer of the NEC shall perform her duties within the stipulations of the constitution, By-laws, and rules and regulations of the association.

Failure of officer or of members to comply with the association's instruments of governance shall be met with disciplinary actions as stipulated in Article 9.

Any executive member may file her resignation in writing to the executive committee at any time. The LESA USA NEC will conduct an exit interview with the executive. She must present her reason for resignation and a report or an audited report. No person shall hold multiple positions within the executive. The LESA USA NEC shall be the governing body of LESA USA. It ~~and~~ shall faithfully implement its goals and objectives and administer the matters of LESA in full compliance with the Association's Constitution, By-laws and other Rules and Regulations. The NEC shall determine all policy and procedure questions and interpretation of the LESA USA governing instruments.

Section 3: Term of Office.

Executives shall be elected at the LESA USA AGM/convention. The term of office shall be three years renewable once. An absence of 50% or more of executive meetings held in a calendar year

shall result in the replacement. Executive replacement shall be pursuant to Articles 6 and 9 of these By-Laws.

Section 4: Quorum.

A quorum shall be considered attained when two-thirds (2/3) members of the NEC shall be present for executive meetings. Except as otherwise provided under the Constitution, these Bylaws, or provisions of law, no business shall be considered by the NEC at any meeting at which the required quorum is not present, and the only motion which the President shall entertain at such meeting is a motion to adjourn.

Section 4: Attendance at LESA USA NEC Meeting.

It shall be a duty of each NEC member to attend NEC meetings. In the event of a member's inability to attend, she shall give another NEC member of the Association her proxy in writing and inform the President. There shall be at least 4 NEC meetings during the LESA USA calendar year. Any NEC member may call an additional meeting to address urgent issues, provided it is approved by the NEC quorum.

Section 5: Removal and Resignation of Officers.

Any officer may be removed from office, as permitted by and in accordance with the Constitution and these Bylaws and as set forth in Article 9.

Any officer may resign at any time by giving written notice to the NEC or to the National President or Secretary of the Association. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. The above provisions of this Section shall be superseded by any conflicting terms of a contract, which has been approved or ratified by the NEC relating to the employment of any officer of the Association.

Section 6: Vacancies.

Any vacancy caused by the death, resignation, removal, disqualification, or otherwise, of any officer shall be filled by a special election. In the event of a vacancy in any office other than that of President, such vacancy may be filled temporarily by appointment by the President with approval from the NEC until such time as a special election at the next AGM shall be conducted to fill the vacancy for the duration of the term. In the event of a vacancy in the office of the President, the Vice-President shall fulfill the role of President for the remainder of the term and shall be the Interim President and the Vice President position will remain vacant. The President shall call for elections at the next AGM, if the remainder of the term is greater than one (1) year from the date of the vacancy. In the event of a special election and the Interim President runs and wins, the 2nd runner up will automatically be Vice President.

Section 8: Compensation.

Members of the LESA USA NEC, Officers and Agents of the Association shall serve without compensation, except that they may be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their duties. Any such reimbursement shall be subject to the approval of the NEC or the General Assembly. Wherever such actions are taken, the NEC member shall submit detail records of uses of funds to the treasurer.

ARTICLE 7: THE BRANCHES

Section 1: Branch.

As the local arm of LESA USA, the branch shall exist in the city or region where there are at ten (10) Lourdes Ex-Students who register and abide by the LESA constitution, these by-laws and other governing instruments. Membership at the branch level shall be pursuant to these by-laws and branch specific by-laws.

Section 2: Branch Executive.

Each branch shall have a branch executive (BEC) that closely mirrors the NEC and shall draft branch specific by-laws. However, no branch shall adopt by-laws or enact rules or regulations that are in conflict or incompatible, contrary, or inconsistent with the LESA Constitution and rules and regulations of LESA and these by-laws. It shall be the duty of branch executives to transmit all correspondences to their members.

Section 3: Conflict.

Branches shall undertake programs that augment but do not conflict with the programs of the chapter and/or Association.

Section 4: Affiliations.

It is recommended that all branches shall be actively affiliated ~~to~~ with a church parish of their choice and have a priest or ordained minister as a spiritual Director. No branch shall be affiliated to any other social/economic group in adversity with the LESA USA vision.

Section 5: Profit Sharing.

Branch Treasurer shall forward all annual membership dues to the National Treasurer by March 31st. 100% of all proceeds raised at the branch level in the support of a LESA USA National project shall be immediately forwarded by the branch treasurer to the National treasurer. LESA USA Corporation operating as a 501 c 3 entity shall undertake fund raising activities to support identified association projects.

Article 8: DUTIES OF THE EXECUTIVE

THE PRESIDENT SHALL:

- Be the custodian of the by-laws, and all governing instruments of the association
- Preside at all meetings and executive meetings at which she is present.
- Work jointly and in agreement with the National Executive Committee in the appointment and creation of committees, representatives of committees, as needed;
- Be a member of the finance committee
- Ensure the implementation of decision and resolutions adopted at by the general assembly
- Oversee the smooth running of LESA USA
- Ensure that the other members of the executive are performing their duties as they should

- Shall serve as principal liaison representative of LESA USA when necessary
- May delegate her responsibilities in order of succession.
- Ensure through consultation with the NEC that vacancies in the NEC and committees are filled.
- Publish unexpired NEC Vacant positions to members for voting at the next AGM.
- Call for special executive meetings.
- Call for special member meetings in consultation with the NEC, BEC and members
- Provide quarterly progress updates on key objectives agreed by GA and forecast next quarter

THE VICE PRESIDENT SHALL:

If the President can no longer perform her duties or temporarily absent, she shall automatically become the president-elect until the next AGM. At the next AGM, she will be duly or officially acclaimed by the general assembly as the President to complete the term of the office till it expires. A new Vice president will also be voted in. Specifically, she shall:

- Perform the duties of the president in her absence.
- Assist the President in the administration of LESA USA activities.
- Will be responsible for representing the Presidents at LESA National AGM if they are absent.
- Will work with the Secretary General in maintaining an active directory of members-at-large, ensure communication with them, and ensuring that members-at-large are represented in decisions. Members-at-large are members in the National LESAN community who are not affiliated with a branch but who have maintained status of full members by registering and paying all membership dues.
- Attend meetings called by the President
- Be a member of the board of director of the 501c3.
- Perform such other duties as are assigned in the Bylaws and Policies of LESA USA, or as customarily pertain to the office of Vice-President.
- Represent the Presidents at the AGM if she is absent.

SECRETARY GENERAL SHALL:

- Direct the preparation, maintenance, and filling of all permanent and temporary records of LESA USA required.
- Oversee and work with Branch Secretaries. Set up meetings with branch secretaries. There shall be at least two meetings each year between the Secretary General and Branch secretaries.
- Maintain open lines of communication and share information with all branch secretaries.
- Work with the Vice President on member-at-large community.
- Take the minutes of all meetings of the general assembly and the NEC; prepare copies to be available for distribution to members and the NEC as needed.
- She sends out meeting notices and meeting minutes
- Handle the official correspondence of LESA USA as required and maintain a file of such correspondence.
- Maintain an accurate copy of the Constitution and Bylaws of LESA USA

- Maintain the historical records of LESA USA

TREASURER SHALL

- Be a member of the finance committee.
- Oversee the association's finances and shall record all financial transaction in the cash book which is in her keeping
- Deposit monies in the association's bank account within five banking days after collection.
- Issue receipts of all monies received
- Maintain the association's receipts/cheque books
- Maintain a detail account of all expenses incurred by the association supported by receipts
- Be signatory to the association's bank account
- Oversee and work with branch Treasurers. Set up meetings with branch treasurers. There shall be at least two meetings each year between the National Treasurer and branch treasurers.
- Maintain open lines of communication and share information with all branch treasurers
- Work with the First Vice President on members-at-large community
- Communicating quarterly financial reports to the GA

FINANCIAL SECRETARY SHALL

- Be a member of the financial committee
- Act in full capacity of the treasurer when the latter is absent
- Collect finances at meetings and hand them over to the treasurer.
- Keep the receipt book.
- Responsible for the COSNET records and bank account
- Be A signatory to the association's bank account
- Oversee and work with branch Financial Secretaries. Set up meetings with branch financial secretaries. There shall be at least two meetings each year between the Financial Secretary and branch Financial Secretaries.
- Maintain open lines of communication and share information with all branch Financial Secretary
- Work with the Vice President on members-at-large community

PUBLICITY SECRETARY SHALL

- Promote and publicize the activities of LESA USA
- Act as a liaison between LESA USA branches
- Work to get LESA USA activities in the media
- Advise the Branches on ways to promote LESA- USA, raise awareness of LESA's interests in the local communities and monitor their progress and compliance in view of maximizing the AGM/Convention weekend in the host city
- Work with the communications teams (e.g. website) to provide information and updates
- Be responsible for creating and managing an ad hoc Communications committee

- Oversee and work with Branch Publicity Secretaries. Set up meetings with branch publicity secretaries. There shall be at least two meetings each year between the Publicity Secretary and branch Publicity Secretaries
- Maintain open lines of communication and share information with all branch Publicity Secretaries
- Produce marketing brochures that highlight past accomplishments of the association
- Publish the association's almanac or calendar, when necessary.
- Take ownership and moderation of the organization's Online platforms
- Provide and update a communications strategy

THE AUDITORS SHALL

- Audit the association's financial records annually after the LESA USA AGM/Convention and ad hoc basis.
- Ensure the minutes' book reflect adopted resolutions
- Ensure decisions are being implemented correctly
- Present an Audit Report to the General Assembly after each Audit Exercise.
- Be co-opted as needed for a one year non-renewable term

THE ADVISERS SHALL

- Act as advisory council within the association.
- Initiate conflict resolution procedures wherever and whenever necessary.

ARTICLE 9: DISCIPLINARY PROCESS

Section1: Disciplinary Action of LESA USA NEC member.

A member of the National Executive Committee may be suspended, expelled or otherwise removed from office after due process by:

1. An affirmative vote of no less than two-thirds (2/3) of the NEC to make a recommendation to the Discipline and Conflict Resolution Committee.
2. Upon receipt of recommendation by the Discipline and Conflict Resolution Committee. The chair of the Discipline and Conflict Resolution Committee will require a vote for any proposed adverse action and shall communicate such decision to the NEC within three (03) days of decision.
3. An affirmative vote of no less than two-thirds (2/3) of the General Assembly in good standing in person or online.
4. A notice of expulsion, suspension, or removal will be given to the NEC member in writing. In this case, the NEC member should relinquish all LESA USA property within 7 days.
5. Recipient of an adverse action must make a presentation verbally or in writing on her behalf and/or to select an advocate and witnesses if she chooses.

Section 2: Disciplinary Action of member.

Disciplinary actions shall be taken against members who violate the Association's Constitution, Bylaws or other governing Rules and Regulations. The following steps shall be taken:

1. Any member accused of an infraction or violation of the LESA Constitution, LESA USA Bylaws and/or other governing Rules and Regulations of the Association shall be provided an opportunity to present arguments/evidence in her defense within 7days.
2. Each case shall be reviewed by the Disciplinary Committee, taking into consideration the accusation and all arguments and/or evidence presented by the parties in their totality, and arrive at an unbiased decision based solely on the arguments and evidence presented.
3. The Discipline and Conflict Resolution Committee shall report its findings and make its recommendations to the NEC.
4. The LESA USA NEC shall review the recommendations of the Discipline and Conflict Resolution Committee and submit its conclusions before the General Assembly in good standing for a vote in person or online.
5. A recommendation to expel a member or branch shall be adopted only after the Association has exhausted every avenue of settlement or reconciliation available to the Association.
6. Any member who is expelled forfeits all the rights and privileges that come with full membership in the Association.
7. Branches are prohibited from accepting an expelled member unless the expelled member has been reinstated either by the NEC or a two-third (2/3) vote in person or online of the General Assembly in good standing
8. The LESA USA NEC must report all disciplinary measures to the General Assembly at the next AGM/Convention, and are subject to review by the General Assembly during the AGM/Convention.
9. A simple majority vote of full members of the General Assembly shall do any reversal of disciplinary action against a member

ARTICLE 10: STANDING COMMITTEES

Section 1: Designation of Standing Committees.

Committee members shall comprise of members from diverse branches. The NEC can dissolve a committee by a quorum.

Committee shall comprise some or all the following:

1. Audit Committee
2. AGM Convention Committee
3. Discipline and Conflict Resolution Committee
4. Finance Committee
5. Ecclesiastical Committee
6. Fundraising Committee see comments above
7. Communications Committee
8. Membership Committee
9. Elections Committee

10. Projects Committee comments above
11. Scholarship Committee comments above
12. Constitution and By-laws Committee

Section 2: Chairpersons of Standing Committees.

These committees shall consist of registered members of the Association and be chaired by a registered member appointed as Chairperson by the President selected by a majority vote of committee members. Chairpersons should be added as non-voting members of the NEC (National Executive Council). The Vice President will appoint an Administrator to create the communication channel (ex. WhatsApp). Chairpersons should be added as non-voting members of the NEC (National Executive Council).

Section 3: Quorum.

At Committee meetings, a majority (2/3) of Members appointed to that Committee shall constitute a quorum and a majority of those present and voting shall determine the outcome.

ARTICLE 11: COMMITTEES

AUDIT COMMITTEE:

Goal: To have oversight over financial reporting and disclosures, regulatory compliance and risk management activities. This goal will be accomplished through the following tasks:

- Overseeing the financial reporting and disclosure process.
- Monitoring choice of accounting policies and principles.
- Overseeing hiring, performance and independence of the external auditors.
- Oversight of regulatory compliance and ethics.
- Monitoring the internal control process.
- Overseeing the performance of the internal audit function.
- Discussing risk management policies and practices with management.

AWARDS COMMITTEE:

Goal: To recognize persons, entities, or groups with outstanding service to LESA USA and its related causes through the follow tasks:

- Establish and publish criteria for awards.
- Request and receive nominations for award recipients. Nominees for the awards will be selected based on specific guidelines. The criteria detailing the purpose of each award, including professional achievements, leadership, and community impact, will be announced. Candidates will be evaluated using a scoring rubric. The winners will be announced at the LESA USA annual convention/ AGM
- Select award recipients based on established criteria.
- Recommend recipients for awards and the form of the awards to the LESA USA President and LESA USA NEC.

CONVENTION COMMITTEE:

Goal: To work with the host branch in planning and realizing the AGM/Convention and promoting LESA USA in the Diaspora. This committee shall include one member from each branch of LESA USA and will accomplish its goal via the following tasks:

- Plan, organize and execute the three-day AGM/Convention in the host city in collaboration with the branch Convention Committee.
- Advise the different Branches on ways to promote LESA USA, raise awareness of our causes in the local communities and to monitor their progress and compliance in view of maximizing the AGM/Convention weekend in the host city.

A Convention Committee headed by the Publicity Secretary shall be created after each AGM/Convention to work with the hosting Branch towards the next AGM/Convention. The National AGM/Convention funding shall be the joint responsibility of all branches and the NEC.

DISCIPLINE AND CONFLICT RESOLUTION COMMITTEE:

Goal: To enforce Rules and Regulations established by LESA USA and to ensure that members and officers refrain from conduct injurious to LESA USA, its members or its purposes and objectives as stated in the LESA USA Constitution and Bylaws. This goal will be achieved through the following tasks: Committee Term is One year

➤ Committee Members Criteria Guidelines

1. Neutrality

Members must approach each case without bias or favoritism toward any party.
They must recuse themselves if there's any conflict of interest or personal connection.

2. Fairness

Every party involved should feel heard and respected.
Decisions should be guided by facts, policy, and ethical standards—not assumptions.

3. Confidentiality

All discussions, documents, and testimonies must be kept strictly confidential.
Breaches of confidentiality damage trust and integrity of the process.

4. Active Listening

Members should listen without interrupting or judging and aim to understand the perspectives of all parties involved.

5. Professionalism

Stay calm, composed, and respectful—especially in emotionally charged situations.
Avoid reactive behavior and maintain a focus on resolution.

6. Objectivity

Focus on the issues, not personalities.
Personal opinions or experiences should not influence the outcome.

7. Commitment to Resolution

The goal is to de-escalate conflict and promote a positive, just outcome for all parties.
Members must remain solution-oriented and uphold the values of the organization.

➤ Resolution Guidelines

- Receive complaints relating to violation of LESA USA Constitution, Bylaws, Rules and

Regulations and/or other misconduct by members.

- Investigate complaints and allegations for their truthfulness and validity.
- Question witnesses related to the violations or misconduct.
- Request written explanations and clarifications from the parties involved in a dispute or violation within 7 days.
- Request evidence or any other documents from the member accused of misconduct as well as the accusing party.
- Provide a forum for accused members to defend themselves in an unbiased manner.
- Assist in resolution of conflicts between members of the Association.
- Mediate disputes concerning personal matters among members, as requested by any party involved.
- Make recommendations to the LESA USA NEC for action to be taken in each case.
- Recommendations by the Discipline and Conflict Resolution Committee include but are not limited to verbal warning; written warning; public warning; written apology; suspension from membership; and exclusion from membership.

ECCLESIASTICAL COMMITTEE

The ECC, the NEC and the Spiritual Director will work together to achieve the following objectives:

- Establishing a Liturgical Calendar for LESA USA which will highlight the spiritual activities envisioned
- Celebrating the feast of Our Lady of Lourdes
- Celebrating major feast days. Christmas, Easter etc. Masses
- Recollection services
- Pastoral counseling services
- Pilgrimages / Retreats
- Chain prayers /chain calls
- Novenas
- Bible studies
- Daily /weekly or monthly meditations on LESA USA FORUM
- Active participation at parish level as a recognized /action group e.g. singing at masses, feeding the homeless/ in shelters, volunteering in food pantries, Pregnancy centers, St Vincent the Paul.

SPIRITUAL DIRECTOR

Recognizing that spiritual direction is the process of accompanying a people on their spiritual journey, the duties of a Spiritual Director will comprise:

- Guide and foster the spiritual growth of the alumnae by providing spiritual enrichment to the life of the members at the respective levels.
- Offer mediation services for individual LESANs if such is requested by concerned parties or the Branch president. Each branch will have a spiritual director who is affiliated with that branch.

- Ensure continuity in our Christian teaching and to fortify Christian values in LESANs.
- Increase awareness to the spirituality of LESA, a Marian group with the motto of LESA - Unity Love and Service being a guiding principle
- Promote devotion to our Lady of Lourdes (our mother /patron)
- Dedication of LESA /LESANs to our Blessed Virgin mother Mary (our Lady of Lourdes/our patron and mother)
- Encourage LESANs to give back (materially and spiritually) to the Universal Church, the community and Our Lady of Lourdes College.

FINANCE COMMITTEE:

Goal: To provide transparency and accountability in the financial management of LESA USA funds and effective management of funds in project financing and execution. The finance committee shall be independent of the finance committee associated with the 501 c3 entity. This goal will be accomplished through the following tasks:

- Prepare a yearly budget for the Association
- Prepare quarterly financial reports of the Association for communication to the members and NEC.
- Prepare annual financial reports of the Association for communication to the General Assembly at the AGM/Convention.
- Respond promptly and effectively to all questions relating to financial management of LESA USA funds, payment of membership dues, receipts of donations and fees, and disbursement of funds to third parties.
- Carry out regular meetings via conference calls to discuss matters arising related to the Association's finances and report their conclusions to the LESA USA NEC.
- Maintain good recordkeeping, keep receipts, invoices and record of payments as well as a record book with detailed account of all expenditures/disbursements from the Association's accounts.
- LESA USA will retain an accountant or firm annually to file the association's 501(c) tax returns.
- There shall be a separate 501c finance committee.
- Finance Committee approves all expenses for non-recurrent requests (See expense requisition form).

The Finance Committee shall be comprised of:

- The President
- The Treasurer (Chairperson)
- The Financial Secretary
- Auditor (s)

The duties of the Finance Committee members shall be as provided in the LESA USA by-laws. Three (3) members of the Finance Committee shall constitute a quorum. The President and Treasurer/Financial Secretary must be present.

FUNDRAISING COMMITTEE

Goal: To raise funds for the association by:

- Organize traditional fund-raising activities not limited to parties in different cities, production of mementos, etc.
- Explore other innovative strategies
- Reminding the Branches of their fundraising responsibilities to help the members.
- Work with the Convention Committee and the host branch to determine the most efficient methods of fundraising with minimal expense.
- Announce to the organization Alumni causes for which funds are needed
- For agreed causes, provide disbursement guidelines to be approved by simple majority of at least 2/3 members of the NEC

MEDIA AND COMMUNICATIONS COMMITTEE

Goal: Led by the national PRO. Provide visibility and positive PR to the organization by meeting the following objectives:

- Publish at least one newsletter each year
- Maintain the website up to date.
- Produce marketing brochures that highlight past accomplishments of the association
- Publish the association's almanac or calendar, when necessary.
- Coordinate media innovation, marketing and messaging of the organization.
- Ownership and moderation of the organization's e-groups
- Provide and update a communications strategy
- Members will comprise PROs of all branches

See Communications Policy document adopted

MEMBERSHIP COMMITTEE

Goal: To promote membership of past students of Our Lady of Lourdes College resident in the United States of America in LESA USA through the following tasks:

- Inform members about benefits and privileges of full membership in the Association and its Branches.
- Inform members about individual and group news/happenings
- Work with branches to recruit and enroll new members.
- Serve as a liaison between LESA USA and the Branches on issues related to membership.
- Provide quarterly reports of the list of members per branch of the Association by posting a list of members per branch on LESA USA member e-group and to the NEC.
- Present a report of membership to the General Assembly at the AGM/Convention.

AD HOC COMMITTEES

The Association shall have such other committees as may from time to time be designated by resolution of the NEC. These committees shall consist of registered members of the Association and be chaired by a registered member appointed as Chairperson. Each committee shall act as an advisory body to the NEC on the specific issues designated by the NEC. The NEC may from time to time create such Ad-Hoc Committees to complete specific short-term tasks as necessary. Ad Hoc Committees include but are not limited to:

➤ ***THE ELECTIONS COMMITTEE***

There will be a representative of this committee from each branch. The elections committee shall oversee the implementation of elections and at a minimum perform the following:

1. Receive and evaluate eligibility of candidates under the constitution and these by-laws
2. Widely publish and disseminate list of candidates, their profiles, personal statement, vision, and platform to all LESA USA forums. The committee shall not distribute any material other than those required by the by-laws.
3. Provide format and plan for carrying out elections at the general assembly.
4. Be present at the general assembly meeting or delegate representative knowledgeable about the elections to be present and coordinate the elections.
5. Certify and publish the results of the elections at the general assembly.
6. Provide final written report of election activities to the secretary

ARTICLE 12: FINANCES

Section 1: Sources of Income.

The association sources of funds are membership dues. The Association may receive gifts or levy dues to defray its expenses.

Section 2: Use of Funds.

Funds will be used for the following:

1. Ensure the smooth running and administrative functions of the organizations affairs which include but not limited to printing, subscriptions and dues.
2. Representation at official events.
3. Other approved expenses.

All expenses should be submitted to and approved by the Finance Committee via the Expense Requisition Forms.

In addition to LESA USA identified projects, upon prior LESA USA NEC approval, funds may be used for the following purposes:

4. Ensure the smooth running of alumni affairs
5. Provide support, not necessarily financial, to members in times of need
6. In the event of death of a member, the NEC shall send representative(s) to memorials, funerals, or other activities associated with mourning.

Section 3: Convention funding and hosting.

Convention Levy \$200 (subject to change). It is a financial obligation for each full members to pay the convention levy whether they attend a convention; it is the responsibility of the branches to collect and pay these funds into the national coffers by March 31st)

Funding/hosting the AGM

The hosting branch will rely on funding from national (convention levy) and ticket sales. The branches will collect the convention levy from all their members and paying into the LESA USA national coffers by March 31st. Branches will be accountable for any unpaid levy by due date. The convention levy must be paid by all members whether they intend on attending. LESA USA will use money collected as convention levy to fund LESA USA AGMs/conventions. The LESA USA NEC will work with hosting branch and disburse funds as needed. There shall be a convention budget put in place based on total number of registered members; Convention budget capped at \$15,000 (subject to change) but in the event Convention Levies collected is over the cap amount, 100% of levies collected will be disbursed to the hosting branch. If convention levies collected is less than capped amount, the LESA USA NEC shall cover the difference, any proceeds (excluding 501c3 funds- refer to 501c Bylaws) would be split 50/50 with the hosting branch.

Section 4: Other Financial obligations

As required other financial obligations will be covered by additional member contributions as agreed and adopted at LESA USA AGMs/conventions e.g. legal bills. Which become binding for the agreed and adopted period.

ARTICLE 13: EXECUTION OF INSTRUMENTS, DEPOSIT, FUNDS

Section 1: Execution of Instruments.

Except as otherwise provided in these Bylaws, no officer, agent, or employee shall have any power or authority to bind the Association by any contract or engagement or pledge its credit or render it liable monetarily for any purpose or in any amount.

Section 2: Checks and Notes.

Except as otherwise specifically determined by resolution of the NEC, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the Association shall be signed by the Treasurer and/or Financial Secretary and countersigned by the President for amounts over \$10,000.00

Section 3: Deposits.

All funds of the Association shall be deposited within 5 business days to the credit of LESA USA in such banks, trust companies, or other depositories as the LESA USA NEC may select, and in accordance with the provisions of the LESA USA Bylaws.

Section 4: Gifts.

The LESA USA NEC may accept on behalf of the Association any contribution, gift, bequest, or devise for the nonprofit purposes of this Association.

Section 5: Associated Documents:

Associated documents adopted as part of these bylaws include:

- Bereavement Policy
- Giving and Donations Policy
- Communications Policy

Other documents will be adopted as needs arises. These associated documents will be amended as set forth in article 14 of these bylaws.

ARTICLE 14 AMENDMENTS

Section 1: Approval.

These Bylaws may be amended by a vote of two-thirds (2/3) of fully registered members in good standing present at a general meeting but not limited to the Annual Convention.

Section 2: Notice of Amendment

Notice of any amendment shall be provided to the NEC at least thirty (30) days prior to the date of the vote and shall contain the specific language of the amendment, a comparison showing the new language as compared to the existing language, and a narrative explaining the purpose of the amendment. Notices of Bylaw changes shall be in either written or electronic mail form and shall be sent to each NEC Member at the address last provided to the Secretary.

LESA USA Communications Policy

1. *Mission/Vision of Communications Team*

The Mission of the Communications Committee is to outline a policy and guiding principles for effective and respectful communication within LESA USA and between LESA-USA and the world at large. The Vision is to facilitate the process of re-building a LESA-USA of true sisterhood, unity, love, and respect.

2. *Our Goals and Strategies*

Our goal is to establish a policy and guiding principles to enable the process of re-establishing a culture of respect within LESA-USA, by how Lesans communicate with each other and the world at large, thereby affording the opportunity for Lesans in the USA to reflect the values and morals instilled in them by virtue of the catholic education and training they received in Our Lady of Lourdes college Mankon. The strategies for achieving this goal are outlined in the policy and guiding principles laid out in this document.

3. *Identified Audience*

- a. Lesans in USA
 - i. The LESA-USA- Online Group
 - ii. Branches
- b. USA Community
- c. LESA-National (Global)
- d. LESA Global
- e. The Church—AB, Proprietor, Chaplain

LESA –USA Communication Guiding Principles and Policy and for Identified Audiences

A. *Communication Among Members*

- (i) Guiding Principles and Communication Policy for Online platforms Communication
 - The guiding principle for communication on the LESA-USA forum is to treat your fellow sister with LOVE and RESPECT! Issues, not people, should be discussed on the forum. No threats of any sort, name calling, and personal attacks (on individuals' character and family for example) will be tolerated, period.
 - Only LESANS registered with a LESA-USA branch will be subscribed to the LESA-USA Online platform Online platform.
 - The LESA-USA Online platform online platform is an official tool for communicating LESA-USA matters and members are encouraged not to use it as a discussion tool. Members are encouraged to attend branch

meetings for discussions and to channel their input to the LESA-USA Exco through their branch president and/or social secretary

- The LESA-USA Online platform will be used predominantly to communicate matters pertaining to LESA-USA or its affiliation to other persons, groups or associations.
- Members are encouraged to send official announcements from other organizations or officials, such as invitations to LESA-USA to attend said organizations' events, to the LESA-USA President and/or PRO who will post to the Online platform in an appropriate manner.
- Personal announcements and invitations can only be posted to the Online platform if the applicable announcement and/or invitation to the event is hosted by a Lesan or an obvious connection to a Lesan or LESA-USA exists.
- Groups or individuals wishing to share or advertise a personal event (event pictures, family pictures, event programs etc.) or business not related to LESA-USA or a Lesan, to the LESA-USA forum, must contact the Social Secretary and/or the PRO to determine the appropriateness and/or relevance of the announcement and for possible applicable fees for the personal advertisement (fees to be determined).
- In times of crisis, 2 or 3 days will be designated for comments/suggestions on the topic, after which all other comments should be channeled through the branch presidents to be addressed by the entire Exec.
- Leaders (branch presidents and LESA-USA Exco members) should set the example for using the Online platform sensibly. Policy matters should be debated at the branches and/or Exco meetings and not on the Online platform.

(ii) Violation of guiding principles and policy will be addressed by the Disciplinary Committee

(iii) (iii) LESA-USA and LESA Branches

- The bulk of communication among LESA USA members should occur at the branch level. Thus, all registered members should be affiliated with a LESA-USA branch. The LESA-USA branches should be where we all meet to share, grow, and learn!
- Branch presidents and PROs are therefore encouraged to share branch social reports that summarize their events, meetings and activities at the branch level on the LESA-USA forum, OR forward those reports to the Social Secretary and/or PRO for publication on the LESA-USA forum monthly (preferably in a LESA-USA social magazine newsletter format), or as the events occur.
- Branch Presidents are responsible for submitting complaints and/or suggestions for improvement from branches to the LESA-USA Exco via the online platform.
- At the beginning of each calendar year, branch presidents are required to send in a list with branch members' names, email addresses, and phone numbers to the Social Secretary for compilation of a LESA-USA membership directory.
- The membership directory will be updated and published on the LESA-USA website quarterly.

- It is the responsibility of Branch Presidents to share Minutes and other important communiques from the LESA-USA Exco via branch online platforms and/or monthly meetings with their respective branches, as well as channel back branch members' feedback.
- Only final copies of any communique (minutes, policy documents, plans etc.) shall be posted on the LESA-USA Online platform by the LESA-USA Exco, following input from the branches.
- All communiques from the LESA-USA Exco shall be shared at monthly branch meetings in hard copies and all input at branch meetings forwarded to the LESA-USA Exco.
- The LESA-USA Exco should acknowledge in writing when it receives input/feedback from branches, with answers/and or feedback on when the branch will hear back from the LESA-USA Exco on the situation/suggestions.
- Branches are encouraged to create by-laws that reflect this chain of communication as well as define the communication strategy within their branches.

B. *Communication between LESA-USA and the Globalian Community in the USA*

- The authority to share any piece of communication representing LESA USA with the Globalian Community at large rests only with the LESA-USA President and LESA-USA PRO.
- Only authorized Lesans will be allowed to officially represent LESA-USA at official functions and events in the broader community.
- Any Lesan writing or responding to any post on the various Globalian Online platforms shall do so only as an individual and not representing LESA-USA or Our Lady of Lourdes College, unless so authorized by the LESA-USA Exco or Our Lady of Lourdes College and/or its Proprietor.
- Lesans who violate this code of communication to the broader community, when identified, will be asked by the LESA-USA Exco to retract their communication and issue an apology on the forum or else be unsubscribed from the LESA-USA forum.

C. *Communication between LESA-USA and LESA-National (Global)*

- The authority to share any piece of communication representing LESA-USA with LESA-National (Global) rests solely with the LESA-USA President, Secretary, and LESA-USA PRO.
- Only authorized Lesans shall be allowed to officially represent LESA-USA at official functions and events hosted by LESA-National and/or Our Lady of Lourdes College (e.g. AGM, Jubilee celebrations).

D. *Communication between LESA-USA and LESA-Global*

- Lesans are encouraged to communicate with other Lesans on the LESA-Global forum, mindful of the rules of said forum.
- Lesans are encouraged to attend events hosted by other Lesan groups or individuals globally, although not in an official capacity representing LESA-USA.
- LESA-USA business or matters shall be shared on the LESA-Global forum by the LESA-USA Social secretary, Vice President, President or PRO only.
- Posts and communication shared on the LESA-USA forum shall not be forwarded to the LESA-Global forum unless in response to an original post that already included the global forum.
- Any violation of this policy will result in the same penalty as stated in Article A(ii) of this instrument.

E. Communication between LESA-USA and The Catholic Church (e.g. Arch Bishop of Bamenda Arch Diocese, Chaplain, etc.)

- While acknowledging that the Principal and the Proprietor of Our Lady of Lourdes College, the Archbishop of the Bamenda Archdiocese, maintain an open-door policy for Lesans and other constituents under their jurisdiction to personally communicate with them on all matters, only the LESA-USA President or persons authorized by the LESA-USA Exco are authorized to communicate with the principal and proprietor on matters representing LESA-USA.
- While acknowledging that the Chaplain for LESA-USA maintains an open-door policy for all Lesans residing in the USA to freely and privately communicate with him, any communication of official LESA-USA matters between a LESA-USA Exco member or President and the chaplain must be made transparent to ALL LESA-USA Exco members. Considering the chaplain's open-door communication policy however, all Lesans are encouraged to communicate with the chaplain and seek his guidance spiritually and otherwise.

BEREAVEMENT POLICY

A voluntary policy (COSNET) for bereavement is available for member. Contact the Financial Secretary to enroll.

LESA USA Giving and Donations Policy

Summary and Recommendations:

It is recommended that LESA USA institute a priority-based, tiered donations policy with a pre-determined annual budgetary allocation. For each fiscal year, donations will range from a maximum of \$250 for Tier 1 partners to \$100 for Tier 4 organizations and a proposed cap of \$500 for events. This will ensure financial diligence, enable LESA USA to meet its charitable giving objectives and build social equity for the long term through a consistent approach.

Donation and Charitable Giving Objectives:

The objectives of LESA USA in making charitable donations to other groups are as follows:

1. To support peer Catholic alumni groups that have long-standing relationships with LESA, and whose activities are in alignment with the mission and objectives of LESA
2. To network and collaborate with similar interest groups
3. To build social equity and goodwill through supporting cultural and development associations
4. To establish and build beneficial new partnerships for LESA USA

Proposed Approach:

1. Determine an annual budget for total donations, with a cap of \$3,000 per year plus individual voluntary member donations
2. Allocate target donation amounts for target groups (including unsolicited donations as follows:

Tier	Description	Groups Included	Proposed Amount
Tier 1 A	Peer alumni association, Special relationship with LESA	- SHESA	TBD by the NEC
Tier 1 B	Catholic Alumni groups	- Biocol - OPSA - SABESA - SAESA - SOBA Other Diocesan Catholic alumni associations	TBD by the NEC

Tier 2	Non-Catholic Alumni groups	- BOBA - PEMEXA Other alumni groups	TBD by the NEC
Tier 3	Cultural Groups and Associations	All current cultural groups	TBD by the NEC
Tier 4	Professional, other Associations and Special Interest Groups	Other Global associations, General Interest groups e.g. CPS	TBD by the NEC
Events	Invitation to partake in events e.g. welcoming the clergy, ACCDF, etc.	Welcoming the Cardinal, Archbishops, manning a table at cultural events, visiting the Holy Rosary Sisters.....etc.	TBD by the NEC

ADOPTION OF BYLAWS AND REGULATIONS GOVERNING LESA- USA ELECTIONS

We, the undersigned, are members of the National Executive Committee and the Strategic Committee of this Association, and we consent to, and hereby do adopt the foregoing Bylaws as ratified by the General Assembly, consisting of the 27 preceding pages, as the LESA USA Bylaws.

Dated this 28th day of June 2025

1. Rosemary Atanga (Baltimore)	2. Bernadette Timungwa (Baltimore)
3. Betty Mofor (Houston)	4. Afanwi Lum (Virginia)
5. Liz Fortibui (Baltimore)	6. Nina Mudoh (Dallas)
7. Zita Fomafung (Dallas)	8. Prisca Akene (Houston)
9. Alma Tegua (New England)	10. Pauline Njah (Virginia)
11. Emmerentia Asafor (Laurel)	12. Lily Ekue (Houston)
13. Jenka Dzekashu (Frederick)	14. Embelle Njeuma (Ohio)

Prepared by the LESA USA 2025 Strategic Committee

Chair: Zita Fomafung (Dallas)

Emmerentia Asafor (Laurel)	Jenkaa Dzekashu (Frederick)	Liz Fortibui (Baltimore)	Emilia Makor (Baltimore)	Abigail Wynn (Houston)
Joy Njeh (Houston)	Elise Fokum (Dallas)	Anne Limona (Dallas)	Efua Leke-Fonlon (Houston)	Ella Nkemta (Delaware)
Jane Tsamoh (Baltimore)	Adeline Mzeka (Virginia)	Nagwa Fonjoe (Ohio)	Ryllindis Fualet (Delaware)	Esther Angafor (Houston)
Binta Mbimam (Frederick)				

History Record:

Bylaws and policies (bereavement, giving and donation and communication policies) were adopted in Wilmington Delaware on June 12 – 14, 2015 at the AGM.