



Dear Chapter Organizing Committee,

We are so pleased that you have reached out to MANA to open a Chapter in your local area. You have taken the first step toward providing Leadership, Community Service and Advocacy for Latinas in your home community. We have put together a comprehensive package of documents that will help you begin this journey. It is quite a bit of information to digest, but please feel free to ask questions as they arise. You are being assigned a seasoned member of the MANA National Board of Directors to mentor you through this process, and to help you navigate any difficult turns.

Included in this package, you will find the following documents:

1. **About MANA:** This gives you a general overview of the history and programs of our organization. Your Chapter will mirror locally the programming of the national organization.
2. **MANA Organizing Instructions:** This document outlines the process of chartering a local MANA Chapter.
3. **Chapter Leadership Guidelines:** This document is a guide for competencies related to the leadership roles you will be filling for your new Chapter.
4. **Chapter Application Form**
5. **Chapter Bylaws**
6. **Elected Officers**
7. **Chapter Agreement**
8. **Articles of Incorporation**
9. **Fiscal Agent Agreement**

Items 4-7 are the documents you will need to complete and send to the MANA National Office to have your Chapter Chartered. The National Office will review the documents, make any clarifications, counter-sign them and return them to you for your Chapter Records.

In the coming days, I will introduce you via email to a member of the MANA National Board of Directors, who will be able to work with you as you go through the process of Chartering your MANA Chapter. We are both very much looking forward to working with you and helping you build a successful MANA Chapter!

Please take your time to go through the attached documents and we look forward to hearing from you when you are ready to begin the process. Please also take the time to refer to your state's Secretary of State website for nonprofits and corporations for detailed information on filing the Articles of Incorporation for your Chapter. In addition to the forms you need to file with MANA, you will need to register with the state and finally with the IRS. This process may take several months, and since you are working in a volunteer capacity, there are no strict deadlines for completing the information.

Thank you again for your willingness to begin this journey to Charter a new MANA Chapter.

Sincerely,

Amy L. Hinojosa
MANA President and CEO



MANA Chapter Organizing Kit

Purpose:

Chapters are organized, established and Chartered throughout the United States to further the mission and goals of MANA National. Chapters function independently from MANA National to better respond to the local needs and issues facing Latinas in their communities. In order to maintain a Charter, a Chapter must comply with all requirements of MANA National.

RIGHTS AND RESPONSIBILITIES OF MANA CHAPTERS:

- I. The Chapter shall:
 - A. Be known and do business as it is registered with MANA National;
 - B. Consciously identify itself as a duly chartered Chapter of MANA in all dealings with its clients, contractors, public officials and others, and
 - C. Prominently place appropriate notice of its chapter membership on all forms, business cards, stationary, advertising, signs and other materials where MANA membership is disclosed.
- II. The Chapter shall be solely responsible for its revenues and expense in providing, managing or otherwise conducting the business affairs of the Chapter.
- III. The Chapter shall comply with the provisions of its charter agreement, the constitution, bylaws and policies and directives of MANA National and shall operate its programs, services and business activities in keeping with the purposes, philosophy and standards set forth therein.
- IV. The Chapter shall open and maintain a bank account to be used in general operational activities of the Chapter, as well as an account or accounts for designated specific purposes, which cannot be used for general operational purposes. The Chapter shall make records of its bank accounts available to MANA National upon request.
- V. The Chapter shall keep current, correct and complete books and records of accounts and shall keep minutes of proceedings of its members, and addresses of its members entitled to vote.
- VI. The Chapter shall maintain current, true and accurate records of all financial transactions of the Chapter, including all income and expenditures in accordance with generally accepted accounting principles. Based on these records,
 - A. The officers of the Chapter or trustees shall prepare an annual report of the financial activity of the Chapter for presentation to MANA National.
 - B. The accounting period is January through December.

- C. The financial report is due no later than 60 days after the close of the accounting period. All books, records and annual reports shall be maintained for at least three years after closing of the accounting period.
- VII. The Chapter agrees to cooperate with MANA National to protect its Service-marks, Trade-marks and logos from unauthorized use by anyone or any entity without MANA National's explicit authority to use the same.
- VIII. Each Chapter shall have the right to acquire real and personal property to facilitate the furtherance of their programs and services. The Chapter shall maintain an inventory of said property and said property shall be turned over to MANA National in the event that the Chapter's charter becomes forfeited or not renewed by MANA National.
- IX. The Chapter will indemnify and hold harmless MANA National from any and all claims made against the Chapter.
- X. The Chapter will arrange in a manner appropriate to its circumstance, for liability coverage for its activities.
- XI. The Chapter shall make application for exemption as a 501 (c) (3) organization and shall assume all responsibilities as applicable to those required by the Internal Revenue Service.
- XII. The Chapter shall supply copies of all financial, membership, operational and other records maintained in the course of its operations to MANA National upon request.

MANA Local Chapters:

There Are 3 (Three) Phases In Organizing A MANA Local Chapter:

Phase 1 (One):

During this phase, it is recommended that a working group of no less than 14 people work together to complete the following items. Each person must become a member of MANA:

- a) Submit the attached application to the MANA National Office to designate the Chapter Organizers, who will be responsible for completing all phases of the process. Please contact the MANA National Office at mananational@hermana.org with any questions or to request the documents in Word format.
- b) Approve the Chapter By-Laws which must clearly state the MANA mission and the MANA vision.
- c) Elect officers for the Chapter Board of Directors and document the election process.
- d) Sign the MANA Local Chapter Agreement Form.
- e) Approve the Chapter Articles of Incorporation and register the newly formed organization with the state.
- f) Sign Fiscal Agent Agreement.
- g) Establish a Chapter bank account.
- h) Pay an application fee of \$50.00. At this time, you must also send a portion of the dues collected for each Member to the MANA National Office. Please contact mananational@hermana.org for information on the portion of dues that should be sent. Note: The Chapter will submit a portion of the dues annually to the

MANA National Office to maintain national membership. Make check payable to MANA, A National Latina Organization.

i) Mail forms and the application fee to:

MANA, A National Latina Organization
1001 Connecticut Avenue, NW
Suite 730
Washington, DC 20036

Phase 2 (Two):

The National Board of Directors will review the By-laws, the minutes, articles of incorporation and the program plan for approval. Once approved, you will be notified in writing and the Chapter will be named.

Phase 3 (Three):

MANA National will make arrangements with the Chapter to be issued the Charter making the Chapter official.

Note: You are not an official Chapter until you are granted approval by the MANA National Office. Once officially Chartered you will be able to start using the MANA logo. MANA National must approve all Chapter brochures.

The estimated time of Chapter application completion is between 6-9 months, although many Chapters have successfully completed the process in less than half of that time. MANA encourages you to effectively manage your project so as to not prolong or exceed an unreasonable timeline. A national board member can assist you in organizing your Chapter. Please do not hesitate to contact us during any step of the process for guidance. We look forward to receiving your information soon.



MANA Local Chapter
Application Form

Proposed Name (Must include MANA de):

Proposed Jurisdiction (Geographic Area):

Founders (Attach Additional Pages, If Necessary):

Name: _____

Address: _____

Phone: _____ Fax: _____

Email: _____

Name: _____

Address: _____

Phone: _____ Fax: _____

Email: _____

Name: _____

Address: _____

Phone: _____ Fax: _____

Email: _____

Signed and dated by organizing member:

Signature

Dated



MANA DE BYLAWS

APPROVED: _____ **2021**

Article I. NAME AND LOCATION

Section A.

The name of this Corporation shall be MANA de _____, a chapter of MANA, A National Latina Organization hereinafter referred to as MANA de _____ or the Corporation.

Section B.

The Corporation shall be based in _____.

Article II. PURPOSE

Section A. Intention

The Corporation is organized exclusively to promote the full and equal participation of Latinas in the social, educational, economic, and political arenas of the United States; and to promote respect and appreciation for the cultural diversity of the Latino community. The Corporation shall honor the fact that Mexican American women founded MANA in 1974 in all relevant literature and communications.

Section B. Mission Statement

MANA de _____ empowers Latinas through leadership development, community service and advocacy.

Article III. CORPORATE STATUS

Section A. Compliance with IRS

MANA de _____ is organized and shall be operated exclusively for charitable, scientific and educational purposes as may qualify it for tax exempt status under 501(c)(3) of the Internal Revenue Code of 1954 or its successor provisions.

Article IV. CORPORATE STRUCTURE

Section A.

A Board of Directors which shall be elected by the membership shall determine the goals, objectives, and policies of the Corporation. The Board will be comprised of eleven (11) members. MANA de _____ encourages involvement of non-Latinas in all aspects of the organization. In order to ensure the integrity of the organization's fundamental mission and goals to advocate, develop, and empower Latinas the composition of the Board shall always include no less than 70% Latinas and the Chair shall be a Latina.

Section B.

The MANA de _____ Board of Directors has the authority to establish an Administrative Office and hire and fire a President-CEO who is responsible for implementing the policies and the programs of the Corporation. The CEO has the authority to fill all other staff positions at her discretion without the approval of the Board of Directors, Chair or Executive Committee.

Article V. MEMBERSHIP

Section A. Eligibility

Any individual regardless of race, sex, national origin, religion, age, sexual orientation, or political affiliation, who is committed to the mission and goals of The Corporation, is

eligible for individual categories of membership. Individual members may join through MANA de _____, or may join directly through the MANA national office.

Section B. Membership Classifications

There are five (5) categories of membership available to eligible individuals and corporations. All members shall receive the benefits and services of membership as provided by the Corporation. All individual members, except the honorary members and affiliate members are entitled to the rights and privileges of the Corporation, including the right to vote and hold office, as long as there is no conflict with these bylaws.

- (1) Regular MANA Membership is offered to any individual with a genuine concern for the needs and issues relevant to Latinas as defined by the Corporation. Chapter-based and national at-large members of MANA shall have equal rights and responsibilities.
- (2) Membership is extended to Higher Education Student at college or university level on a full or part-time basis.
- (3) Senior Citizen Membership is offered to any individual over the age of 60 years.
- (4) Hermanita membership is extended to students in elementary, middle and high school, and shall extend to benefits and services of membership, except the right and privilege to vote and hold office. Hermanitas shall have the right to vote for Hermanita candidates for the designated youth seat on the Board of Directors.
- (5) Lifetime Membership is offered to any eligible individual interested in becoming a member of the Corporation. Lifetime members shall receive all benefits and services of regular membership, but will be responsible for paying appropriate dues to their local chapter. Members at-large are considered paid henceforth.

Article VI. GOVERNANCE OF CORPORATION

Section A. MANA de _____ Board of Directors Meetings

- (1) The MANA de _____ Board of Directors, elected by the membership, shall meet at least twice each fiscal year.
- (2) A majority of the Board of Directors shall constitute a quorum.
- (3) Board action shall be taken only upon a majority vote of Directors, with a quorum present at the duly noticed meeting or by telecommunication.
- (4) All Board meetings are open according to 501(c) (3) rulings and conducted pursuant to the Roberts Rules of Order (Newly Revised). The Board may, by simple majority vote, close any portion of a Board meeting to non-Board members to discuss personnel and related matters.
- (5) Special meetings can be called by the President or upon written request of at least five (5) Board Members.
- (6) All Board members must be given at least 20 days' notice of any meeting.

Section B. Authority of the MANA de _____ Board of Directors

- (1) The MANA de _____ Board of Directors shall determine the goals, objectives, and policies of the Corporation. It shall provide executive direction and oversight of the Corporation's operations and personnel, and ensure compliance with the relevant legal and financial requirements.
- (2) The MANA de _____ Board shall elect its Board Officers after the selection of Board members by the membership. The Officers to be elected are Chair, Vice Chair, Secretary and Treasurer. These Officers, together with the Immediate Past President shall comprise the Executive Committee. No Officer may be elected to the same office for more than two consecutive terms.
- (3) The MANA de _____ Board of Directors shall establish the criteria for membership, period of membership, annual dues, qualifications of its officers, and, with due process and in consultation with MANA chapters, temporarily amend these Bylaws, until the next Annual meeting when any changes will be presented to the membership.

- (4) The MANA de _____ Board of Directors has the authority to create and appoint such committees as deemed necessary to conduct the corporation's business. The Chair of the Board shall appoint the Committee chairpersons from the Board, except the Nominating and Elections Committees, which are set forth in these bylaws. Members of these committees do not have to be members of the Board.

Section C. Elected Terms of Service

The MANA de _____ Board of Directors shall be elected in staggered three-year terms, with 4 maximum being elected yearly, to maximize expertise and experience. Board Members shall not serve more than two (2) consecutive terms. Board members shall take office on the first business day of January, following the end of the year or as soon thereafter as is practicable. Former Officers and Directors will work with new Officers and Directors to ensure an orderly transition of leadership.

Section D. Resignations

Any executive office, appointed official or Director of MANA de _____ may resign at any time by giving written notice to the Board of Directors. Unless otherwise specifies in such written notice, the resignation shall be effective upon delivery to the Board of Directors.

Section E. Vacancies

Vacancies occurring due to resignation or removal of Directors, including Officers, shall be filled for the remainder of that Director's term by action of the Board of Directors within one month after written notice of the vacancy is received. In the event the Office of President shall become vacant, the Vice President shall serve for the remainder of the term vacated by the President. In the event that the Vice President is unable or unwilling to serve as President, the Office of President, an election will be held by the Board of Directors to fill the position for the remainder of the unexpired term.

Section F. Removal of Officers and Directors

Executive Officers of MANA de _____ and any Director of the Board shall be removed exclusively by the procedures hereinafter provided. Before any elected officer or Director may be removed, written charges specifying the alleged sufficient cause shall be filed with the President or Secretary, and a copy thereof shall be served on the person charged. The person charged will be given the opportunity at a meeting of the Board of Directors to be heard on the subject of the charges. The actions constituting sufficient cause are: (1) Actions prejudicial to the goals or purposes of MANA de _____; (2) Failure to perform the duties of elected or appointed office; or (3) Misappropriation of funds. A meeting of the Board of Directors, duly called, and at which there is a quorum, the affirmative vote of two thirds of those present shall be necessary to effect such removal.

Article VII. NOMINATIONS AND ELECTIONS

Section A. Nominations Committee

The Nominations Committee shall consist of three (3) members appointed by the Board, who are not running for election. This committee shall serve for one year and shall be charged with overseeing the nomination procedure for any vacancies on the Board whether end of term or any other reason. The Committee shall see that written background information on each candidate for each office is submitted to members for end of term elections or to the Board for replacing vacancies in between elections. Candidates must have been members in good standing for at least three years in order to stand for election. Members of this Committee should be members in good standing for at least three years. The Chair for this Committee should be a Board member or a former Chapter President, if possible.

Section B. Elections Committee

The Elections Committee shall consist of three (3) members appointed by the Board, who are not running for election. Committee members shall serve for a one-year term and shall be charged with overseeing the elections, ensuring a fair and impartial election procedure in

tabulating and reporting the results of each election. This committee will work with staff to ensure that the elections are completed in time to report the results by December 15 to the MANA de _____ Board. Members in good standing, with dues paid at least 60 days prior to the date ballots are mailed, are eligible to vote in elections.

Article VIII. DUTIES AND RESPONSIBILITIES OF OFFICERS

Section A. Executive Committee

The Executive Committee shall be empowered to execute the duties and responsibilities of the Board of Directors when it is impossible to convene a special Board meeting. Any action or policy adopted by the Executive Committee must be compatible with policy as established by the Board of Directors and shall be reported to the full Board. The Executive Committee shall, except as otherwise specifically provided for, conduct the business of the Corporation by a majority vote of members.

Section B. Chairperson of the Board

- (1) The Chair is the presiding officer and spokesperson for the Board of Directors. She is also an ex-officio member of all Board Committees, except the Nominating and election Committees.
- (2) The Chair is responsible for calling and conducting Board and Executive Committee meetings and presides at the Corporation's Annual meeting.
- (3) The Chair appoints Committee Chairpersons, in consultation with the Executive Committee, when committees are created by the Board.
- (4) The Chair provides direction, advice, and consultation on matters affecting the Corporation and its membership.

Section C. Vice Chair

The Vice Chair shall, when called upon, assist the Chair by counsel or otherwise, and in the absence, disability, resignation or removal of the Chair serves as Chairperson until the next election. The person holding this position is expected to run for Chair in the next election.

Section D. Secretary

The Secretary shall be responsible for the recording and the maintenance of the minutes of all fiscal membership, Board of Directors and Executive committee meetings and shall be responsible for the preservation and maintenance of the Corporation's history.

Section E. Treasurer

The Treasurer shall oversee the fiscal matters of The Corporation; present reports on the Association's financial operations to the Board in a timely manner and lends fiscal advice and consultation to the Corporation. This position also ensures that all documents, reports and tax returns that impact the 501(c) (3) status are timely filed.

Section G. All Other Board Members

All other members of the Board of Directors shall have all the duties and responsibilities appropriate to members of the Board of Directors of a non-profit organization, including such duties and responsibilities as may from time to time be assigned by the Chairperson or Chair of any committee of the Board.

Article IX. CHAPTERS

Section A. Purpose

Chapters shall be organized, established and chartered throughout the United States to further the mission and goals of the Corporation. Chapters shall function independently from MANA, A National Latina Organization so as to better respond to the local needs and issues facing Latinas. In order to maintain a charter, a chapter must comply with all requirements listed herein and those imposed in the future by the MANA National Board in consultation with the Chapters.

Section B. Establishment

Chapter memberships are for organizations, which agree to support MANA's purposes. Chapter memberships are granted by the Board after petition by an organization. The petition shall include a written pledge to uphold MANA, A National Latina Organization's purposes; a copy of the Chapter organization's Articles of Incorporation and bylaws or constitution, as appropriate, a list of the organization's elected officers and bonafide members; and payment of initial membership fees.

Section C. Chapter Rights and Responsibilities

- (1) Chapters shall maintain a minimum of fifteen (15) members, unless conditions dictate otherwise. The National Board reserves the right to grant exceptions to this requirement.
- (2) Each Chapter must forward a portion of the membership dues for individual to the MANA National Office on an annual basis, according to the dues structure established by the MANA National Board of Directors. Failure to do so will nullify any individual's claim for direct benefits and services as well as the rights and privileges of National membership.
- (3) Each Chapter must conduct its business in a fiscally responsible manner. This includes the obligation to become and remain a corporation in good standing in its respective jurisdiction, to file for tax-exempt status pursuant to the Internal Revenue Code and the laws of its respective jurisdiction and file all documents necessary to comply with all applicable provisions of federal and local law. Each Chapter shall submit an annual report to National at the end of each year on its activities.
- (4) All duly chartered Chapters shall adopt the Corporation's acronym "MANA, A National Latina Organization" and the national logo. Chapters must clearly print their Chapter name on all-official stationary, membership directories, press releases, and all out-going materials produced by the Chapter. Chapters are to honor the fact that the national organization was founded in 1974 by Mexican American women in all relevant chapter literature and communications.

Section D. Revocation of Chapter

The MANA National Board of Directors, by a two-thirds vote, may revoke or suspend the charter of any Chapter that fails to comply with these Bylaws and/or other policies or directives adopted by the National Board or that operates in any way inconsistent with the spirit and intent of this Corporation or not in the best interest of the Corporation.

Article X. FISCAL YEAR

The fiscal year for the Corporation will be the Calendar year.

Article XI. DISSOLUTION

Section A. Method

The Corporation may be voluntarily dissolved only upon the approval, by mail ballot, of not less than two-thirds of the members in good standing.

Section B. Financial Responsibility

Upon voluntary dissolution of the organization, the Board shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all the assets in a manner keeping with the purposes of the Corporation and consistent with the requirements applicable to organizations exempt from taxation under section 501 (c) (3) of the Internal Revenue Code or any successor provision of federal tax law.

Article XII. RATIFICATION AND AMENDMENTS

Section A. Ratification

These Bylaws shall be deemed ratified after adoption by a majority vote at a fully called Annual Membership meeting and shall be duly recorded by the Secretary of the Board.

Section B. Amendments

These Bylaws may be amended by a two-thirds majority of members present at a duly called Membership Annual meeting. Any Member or Board Member may submit proposed amendments at least forty-five (45) days prior to the Membership meeting where amendments are to be considered. The 45-day requirement may be waived by a majority vote of the members in good standing as may be deemed necessary.



MANA DE _____

A meeting for the organizing Chapter, MANA de _____, was called to order on _____, 2021, in _____, to discuss the following agenda items: (1) Election of the MANA de _____ Board of Directors, (2) Approval of MANA de _____ By Laws.

Elections were held and the following individuals were elected for the following positions:

MANA de _____ Board of Directors

President _____

Vice President _____

Secretary _____

Treasurer _____

Members _____

The Bylaws were read, discussed and approved.

The next meeting was scheduled for _____.

The meeting was adjourned.

Respectfully submitted by:

Incoming Secretary MANA de _____ Board of Directors



CHAPTER AGREEMENT

This Agreement becomes effective as of the ____day of the month of _____, in the year of _____, for MANA, A National Latina Organization, a national entity incorporated as a 501 (c)(3) organization.

WHEREAS, MANA, A National Latina Organization (hereinafter “MANA National”) seeks to expand and strengthen a network of MANA Chapters chartered and authorized by MANA National to act within their own communities to carry out MANA National’s purpose of improving the quality of life for all Latinas and for the Hispanic community, and

WHEREAS, MANA National recognizes that its purposes can best be achieved through programs and services offered to local communities through duly organized and chartered Chapters working cooperatively with MANA National and in compliance with bylaws and board policies and directive duty authorized by MANA NATIONAL; and

WHEREAS, MANA National owns all rights to use of the name MANA, A National Latina Organization known as MANA, together with all logos used and developed since 1974 when MANA came into being,

NOW THEREFORE, Board of Directors of MANA National hereby adopts the following policy regarding the chartering of Chapters, their relationship to MANA National and the rights and responsibilities MANA National and the Chapter.

CHAPTERS DEFINED

1. Membership. A Chapter is the basic unit of membership in MANA, A National Latina Organization. Each Chapter shall be identified in a manner consistent with its constitution, bylaws and board policies, said name shall begin with *MANA de _____* and may include the local area which shall not exceed the *Bureau of Census Standard Metropolitan Statistical Area (SMSA)*, and pursuant to a charter agreement executed between the Chapter and MANA National. Once duly chartered, a Chapter shall have all rights granted to Chapters by MANA’s constitution, bylaws, board policies and the charter agreement.
2. Categories of Membership. There are two kinds of membership, Sustaining Membership and Provisional Membership. Sustaining Membership is granted to Chapters that have successfully completed a twelve month period of probation after initial chartering or reinstatement following a period of twelve or more months to demonstrate compliance with the chartering or reinstatement agreement and the constitution, bylaws, Board policies and directives of MANA National. Probationary Members shall have all the rights of Sustaining Members except the right to apply for a MANA Licensing Agreement.

RIGHTS AND RESPONSIBILITIES OF MANA NATIONAL

1. MANA National shall determine, consistent with its constitution, bylaws and duly authorized policies and directives, when and in what manner Chapters shall be chartered or terminated due to noncompliance with the chartering agreement and policies and directives of MANA National or due to inactivity. Similarly, MANA National shall decide, consistent with appropriate agreements and

policies, whether a terminated Chapter shall be reinstated and whether a new or reinstate Chapter has successfully completed its probationary period in order to become a Sustaining Chapter.

2. MANA National will provide administrative and technical guidance to its duly chartered Chapters.
3. MANA National will serve as an advocate at the National level to inform the public, corporate leaders and elected officials of MANA's achievement, as well as of the needs and issues concerning the Hispanic community.
4. MANA National will authorize Sustaining Chapters, through the exception of a licensing agreement, the right to the use of MANA's Service Marks and Trade Marks in connection with the Chapter's programs and activities.
5. MANA National will include any Chapter, whose *fundraising remains under \$20,000 pending approval of their application for exemption by the Internal Revenue Service (IRS) under 501 (C) (3), as subordinate organizations and will undertake all responsibilities required by the IRS of a central organization with regard to subordinate organizations.*
6. *MANA National shall enter into a Fiscal Agreement with the Chapter until such time as the 501 (c) (3) exemption is granted by the IRS.*
7. *MANA National shall be notified upon receipt of exemption and a copy of the exemption together with a copy of approved Articles of Incorporation shall be submitted to MANA National for the record.*
8. MANA National will make its Annual Financial Statement and IRS Informational Returns to Chapters upon request.

RIGHTS AND RESPONSIBILITIES OF MANA CHAPTERS

1. The Chapter shall be known and shall do business as it is registered with MANA National and shall consciously identify itself as a duly chartered Chapter of MANA in all dealings with its clients, contactor, public officials and others, and shall prominently place appropriate notice of its chapter membership on all forms, business cards, stationary, advertising, signs and other materials where MANA membership is disclosed.
2. The Chapter shall be solely responsible for its revenues and expense in providing, managing or otherwise conducting the business affairs of the Chapter.
3. The Chapter shall comply with the provisions of its charter agreement, the constitution, bylaws and policies and directives of MANA National and shall operate its programs, services and business activities in keeping with the purposes, philosophy and standards set forth therein.
4. The Chapter shall open and maintain a bank account to be used in general operational activities of the Chapter, as well as an account or accounts for designated specific purposes, which cannot be

used for general operational purposes. The Chapter shall send records of its bank accounts to MANA National.

5. The Chapter shall keep current, correct and complete books and records of accounts and shall keep minutes of proceedings of its members, and addresses of its members entitled to vote.
6. The Chapter shall maintain current, true and accurate records of all financial transactions of the Chapter, including all income and expenditures in accordance with generally accepted accounting principles. Based on these records, the officers of the Chapter or trustees shall prepare an annual report of the financial activity of the Chapter for presentation to MANA National. The accounting period is January through December. The financial report is due no later than 60 days after the close of the accounting period. All books, records and annual reports shall be maintained for at least three years after closing of the accounting period.
7. The Chapter agrees to cooperate with MANA National to protect its Service Marks, Trademarks and logos from unauthorized use by anyone or any entity without MANA National's explicit authority to use the same.
8. Each Chapter shall have the right to acquire real and personal property to facilitate the furtherance of their programs and services. The Chapter shall maintain an inventory of said property and same shall be turned over to MANA National in the event that the Chapter's charter becomes forfeited or not renewed by MANA National.
9. The Chapter will indemnify and hold harmless MANA National from any and all claims made against the Chapter.
10. The Chapter will arrange in a manner appropriate to its circumstance, for liability coverage for its activities.
11. The Chapter shall make application for exemption as a 501 (c)(3) organization and shall assume all responsibilities as applicable to those required by the Internal Revenue Service.
12. The Chapter shall supply copies of all financial, membership, operational and other records maintained in the course of its operations to MANA National upon request.

Chapter President

Date

MANA National President and CEO

Date

Chapter Secretary

Date



ARTICLES OF INCORPORATION
FOR

MANA de _____

ARTICLE 1

I. NAME

The name of this corporation shall be MANA de _____

ARTICLE 2

II. STATUS

The corporation shall be a non-profit corporation organized pursuant to the provisions of the _____(insert state) Non-Profit Corporation Act.

ARTICLE 3

III. PRINCIPAL PLACE OF BUSINESS

The principle office for the transaction of business of the corporation is:

MANA de _____

ARTICLE 4

IV. DURATION

The corporation's period of duration is perpetual.

ARTICLE 5

V. PURPOSE

The corporation is formed exclusively for charitable and educational purposes. Specifically and primarily, to promote, complete, and equal participation of Latinas, in the economic, educational, political, and social arenas of the United States. Secondly, to promote appreciation and respect for the cultural diversity of the Latino community.

In addition, this corporation is formed for the purposed of performing all things incidental to or appropriate in, the achievement of the foregoing specific and primary purposes, including any charitable and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code (hereinafter IRC). However, the corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its specific and primary purposes.

Furthermore, no substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation except as otherwise permitted by Section 501 (h) of the IRC and in any corresponding laws of the State of _____, nor shall this corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf (or in opposition to) any candidate for public office.

ARTICLE 6

VI. REGISTERED AGENT AND OFFICE

The name and address of the corporation's initial agent for service of process is:

ARTICLE 7

VII. MEMBERS

The qualification of members, different classes of membership, voting and other rights and privileges of member, their liabilities to dues, termination and transfer of membership shall be set forth in the Bylaws.

ARTICLE 8

VIII. INITIAL DIRECTORS

The number of directors constituting the initial Board of Directors is 11 and the names and addresses of the people who are to serve as the initial Directors until the election of their successors are:

| | | | |
|-------------------------|-------|-------|-------|
| Board President | _____ | _____ | _____ |
| President Elect | _____ | _____ | _____ |
| 1st Vice President | _____ | _____ | _____ |
| 2nd Vice President | _____ | _____ | _____ |
| Recording Secretary | _____ | _____ | _____ |
| Corresponding Secretary | _____ | _____ | _____ |
| Treasurer | _____ | _____ | _____ |
| Historian | _____ | _____ | _____ |
| Board Member | _____ | _____ | _____ |
| Board Member | _____ | _____ | _____ |

The manner in which Directors shall be chosen and removed from office, their qualifications, powers, duties, compensation, if any, tenure of office, the manner of filling vacancies on the Board, and the manner of calling and holding meetings of the MANA de _____ Board of Directors, shall be stated in the Bylaws.



FISCAL AGENT AGREEMENT

This Agreement, dated _____, 2021, is between MANA, A National Latina Organization, a non-profit corporation, and MANA de _____, a non-profit association.

MANA de _____ is a newly founded nonprofit public benefit organization which is in the process of applying for Internal Revenue Code Section 501(c)(3) and tax-exempt status. Until it obtains such tax - exempt status, MANA de _____ needs a fiscal agent with such tax-exempt status to receive on MANA de _____'s behalf grants and tax deductible contributions that MANA de _____ will use to carry out its charitable activities.

MANA National is a nonprofit corporation, tax-exempt under Internal Revenue Code Section 501(c)(3). It is agreed that MANA National will act as fiscal agent for MANA de _____. As such, it will receive on MANA National's behalf grants and tax-deductible contributions.

NOW THEREFORE, the parties, in consideration of the premises and mutual covenants and agreements contained herein, intending to be legally bound, hereby agree as follows:

TERMS OF AGREEMENT

Fiscal Agent Services. MANA National agrees to administer all funds received for MANA de _____ and will provide a separate account.

Fiscal Agent Fee. MANA de _____ agrees that MANA National will deduct a fee for service (fiscal fee) at the rate of 3% (percent) of all income accepted on behalf of MANA de _____ during the period of this agreement. Any exceptions to this must be authorized and agreed upon by the MANA National Board of Directors.

Accounting Records. MANA de _____ agrees to maintain complete and accurate records (including receipts) of all monies received and expenses incurred, as well as any other documents related to funds administered by MANA National. MANA de _____ agrees to maintain its ledgers and make all information available, upon request, to MANA National for examination and review.

Audits. It is agreed that any action by MANA de _____ which results in an audit of the books of MANA National will be sufficient reason for MANA de _____ to be held responsible for payment for that audit and for any other expenses encountered which are related to that audit.

Employees. It is agreed that neither MANA de _____, nor employees, or anyone MANA de _____ might contract to work on a project, shall be considered to be employees of MANA National, nor will he or she make claims against MANA National for unemployment compensation, worker compensation, or disability benefits.

Hold Harmless Clause. MANA de _____ agrees to hold MANA National harmless from all personal and contractual liabilities, except as specified in this contract.

Time Limitations. This Agreement shall commence on _____, 2021, and shall terminate on the date that MANA de _____ notifies and submits a copy to MANA National notice by

the Internal Revenue that an exemption has been granted under Section 501 (c)(3) tax-exempt status, unless extended by agreement of the parties, or sooner terminated as provided herein.

IN WITNESS WHEREOF, the parties have caused this Agreement to be executed and delivered by their proper and duly authorized officers as of the day and year first above written.

MANA de _____

MANA, A National Latina Organization

By _____
President (Print Name)

By _____
National President (Print Name)

By _____
President

By _____
National President and CEO

Date _____

Date _____

By _____
Treasurer (Print Name)

By _____
National Treasurer (Print Name)

By _____
Treasurer

By _____
National Treasurer

Date _____

Date _____



MANA MEMBERSHIP FORM

(Please print)

Name: _____ Date: _____

Where you would like to receive MANA Information:

Address: _____

City/State/Zip: _____

Phone: _____ Email: _____

New Member

Returning Member

Individual Membership

Chapter Membership: _____

Are you interested in participating in training or volunteering in any of these areas:

Youth Mentoring

Financial Literacy Education

Chapter Leadership

Social Media - Twitter: _____

Advocacy

Membership Fees

For Chapter Membership, make checks payable to *MANA de* _____

For Individual Membership, make checks payable to MANA, A National Latina Organization

Regular Membership - \$35

College Student- \$15

Senior Citizen - \$15

HERMANITAS® \$ _____ (if required by the Chapter)

Lifetime Membership - \$250

The national Lifetime Membership designation is payable in full to MANA, A National Latina Organization. This is a one-time membership payment to the MANA National Office that entitles the member to all benefits and services of regular membership for life. As this is a national designation, the Chapter may require annual fees of their own.