phone. If 2/3 of the members of the Board support a position in such a manner, then that particular action, order, or policy decision shall have full effect. Following such a phone poll the Chief Organizer shall take responsibility for acquiring written memoranda regarding the action (e.g., written consent forms).

13. The Board may establish such committees other than the Executive Board that it deems necessary or appropriate to assist in carrying out the purposes of this organization.

14. The Board may authorize any officer, agent, or employee to enter into any contract or execute in the name of the corporation any instrument, and such authority may be general or specific, except that no officer, agent or employee, unless so authorized, shall have the power or authority to bind the corporation by any contract or agreement or to pledge its credit or render it financially liable for any purpose whatsoever.

15. All checks drawn on the bank accounts of this corporation may be signed on its behalf as authorized by the Board.

ARTICLE SEVEN: OFFICERS

1. The officers of the corporation shall consist of a President, Vice President, Secretary and Treasurer, and such officers and assistant officers as may be deemed necessary, whose terms shall be for two years. The duties of these officers shall be as the Board and these Bylaws indicate.

2. Persons will be appointed to corporate offices either through appointment by the Board of Directors, or upon election by the general membership. The Board shall determine the manner by which said officers shall be selected. The Board can remove officers with or without cause with a vote equal in number to ¾ of the members sitting on the Board.

3. A state delegate can serve simultaneously as delegate and officer, excepting the office of Association President/ Chair of the Board.

ARTICLE EIGHT: MEMBERSHIP ELECTIONS

1. There shall be several ways of reaching a total membership vote depending upon what is specified in the call for a vote. The Board shall have responsibility for choosing, by a majority vote, which method is appropriate for the election in question. The methods are:

(a) Ballots clearly stating the proposition shall be included or inserted in the USA or other mailing which is received by each member, and to be returned within two weeks after the date of publication of the USA, or of the postmark on the mailing.

(b) General membership of this organization can vote in a multi-state convention when they are held.

(c) Membership shall vote in local group meetings and then their votes will be polled at Board of Directors meetings, or at such a time chosen by the Board.

(d) Membership shall vote in local group meetings, and then their votes shall be polled at a meeting of their respective state Executive Board meetings, or at such time as to be determined by the state Executive Board and/or the Association Board of Directors.

(e) The voters shall be polled on a statewide basis at statewide conventions.

2. Voting shall be monitored and totalled by special committee established by the Board of Directors so that it will assure a fair and accurate recording.

3. Any member who is a member in good standing at the time of the ballot shall have one vote.

ARTICLE NINE: STAFF

1. The day to day affairs of this corporation shall be carried out by a staff under the supervision of a Chief Organizer.

2. The Chief Organizer shall serve at the pleasure of the Board of Directors.

3. The Chief Organizer shall have the right to employ such other staff personnel as s/he deems appropriate and necessary to carry out the affairs of this organization.

4. The Chief Organizer, unless otherwise incapacitated, shall be present at all meetings of the Board of Directors in order to make reports as requested and instructed by the Board, and to insure that Board decisions, policies, rules, and regulations are communicated and carried out by the staff.

5. The Chief Organizer shall have the right to appoint the Head Organizer for a State (or Region). If a state or regional Executive Board exists in the project, then the Chief Organizer's recommendation has to be ratified by a majority vote of the Board in question. If it is not ratified, then the Chief Organizer must submit other candidates for the job until there is agreement.

6. The Chief Organizer shall have the right to suspend the Head Organizer for a State (or Region). If a state or regional Executive Board exists in the project, then the suspension takes effect immediately, but the Chief Organizer needs a majority vote of the Board in question within 30 days in order to make the suspension permanent. If a majority vote is lacking at that time, then the Chief Organizer and the state Board will have 30 days to resolve their disagreements in which case the suspension will still continue as temporary. If the dispute cannot be resolved at that piont, then the issue shall be submitted to the Board of Directors of the Association for final decision. In the interim, the decision of the Chief Organizer shall prevail. If the Association Board overrules the Chief Organizer's suspension, then the Head Organizer will be entitled to back pay without loss of benefits or tenure.

7. The State (or Regional) Board shall have the right to suspend the Head Organizer for its State (or Region). If the Chief Organizer objects to that suspension, he shall have only 10 days in which to sound his written objections to the suspension to the State Board. Within 20 days after that the parties shall conclave to see if they can resolve their disagreements. If the dispute cannot be resolved, then the issue shall be submitted to the Association for final decision. In the interim, the decision of the State Executive Board shall prevail.

8. The Chief Organizer shall have the right to transfer staff throughout the Association. In the case of transferring a Head Organizer, the Chief Organizer shall have to satisfy the State (or Regional) Executive Board that they will have a competent replacement, which will have to be approved by a majority vote of that Board.

ARTICLE TEN: POLITICS

1. ACORN is a nonpartisan organization.

ARTICLE ELEVEN: GRIEVANCES

1. Each state Executive Board shall establish a system for settling grievances within local groups or between local groups in the state, to the end that ACORN's organizational democracy, harmony and unity might be maintained. For intra-state matters, the decisions of the statewide Executive Board shall be final. For inter-state grievances, the Board of Directors shall be responsible for setting up a mediation and grievance system, to the end that ACORN's organizational democracy, harmony and unity might be maintained.

ARTICLE TWELVE: BYLAWS

1. These Bylaws shall take effect upon the issuance of ACORN's certificate of incorporation by the Arkansas Secretary of State.

2. These Bylaws can be amended by a vote of the Board of Directors, or by a majority vote of the membership.

ARTICLE THIRTEEN: ADMINISTRATORSHIP

1. The objectives of this bylaw are to preserve ACORN's integrity as an effective, harmonious, unified and democratic organization. It is hoped this will never have to be invoked, but if necessary, it will be.