

**PLAST,
Ukrainian Scouting Organization – USA**

**BYLAWS (*Statut*)
Accepted October 20, 2013
Amended September 19, 2019, December 4, 2021
and October 23, 2023.**

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These Bylaws were accepted by the Plast USA National Convention on October 20, 2013. Amendments to the 2013 Bylaws were accepted by the Plast USA National Conventions on October 22, 2017, September 29, 2019, December 4, 2021 and October 22, 2023.

These Bylaws supersede the Bylaws dated 2005, as amended, and all other previous versions.

ARTICLE I
Name, Headquarters, and Territory of Operations

1. The name of this organization is “Plast, Ukrainian Scouting Organization – USA,” or in common usage, “Plast USA.”
2. Plast USA is incorporated in the State of Michigan; the territory in which activities of the corporation are conducted is the United States of America.
3. The corporation operates under Articles of Incorporation filed with the State of Michigan on July 25, 1950, as amended on August 8, 1967, and May 30, 2002, which are incorporated by reference herein.

ARTICLE II
Mission and Method of Activities

1. The Mission of Plast USA is:
 - a. To foster the physical, psychological, and moral development of youth residing in the United States (USA), and to prepare such youth to become self-sufficient good citizens in accordance with the fundamental tenets of Plast USA, which are based on the Three Fundamental Principles set forth in the Plast Oath and the Plast Code, as developed by Dr. Oleksander Tysovsky;
 - b. To familiarize such youth with the traditions of their forefathers and to enrich their knowledge and understanding of their history, culture, endeavors, and ideals.
 - c. To encourage such youth to connect with their counterparts in Ukraine and around the world.
2. Plast USA will achieve its Mission by:
 - a. Organizing youth, scoutmasters (*vykhovnyky*), leaders, and adult members in Branches/Groups, and authorizing each Branch/Group;
 - b. Affirming the principles, methods, and direction of Plast USA activities, and forming and following its regulations relating to internal organization and guidelines for the Plast USA uniform;
 - c. Ratifying the decisions of Conference of Ukrainian Plast Organizations (KUPO), in which this Organization participates;
 - d. Conducting meetings, lectures, cultural and artistic events, sporting events and competitions, recreational activities, hikes and camps; producing videos; and publishing books, periodicals and other media;
 - e. Managing its assets and organizing the resources necessary to conduct the above listed activities.
3. As a part of its Mission, Plast USA values human life and dignity, which are essential components of the Plast system of development. Plast USA, in its activities:
 - a. adheres to the principles of openness;
 - b. does not tolerate discrimination on the basis of religion or political views, ethnic

origin, race, gender, sexual orientation, or any other reasons, Including, but not limited to disabilities, mental health, or other access issues.

4. Plast USA is organized and shall be operated exclusively for charitable and educational purposes, consistent with the requirements of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Plast USA is a non-political and interdenominational organization, and its activities are not directed towards profit. No part of the net earnings shall ever inure to the benefit of any private individual and no substantial part of its activities shall be devoted to carrying on propaganda or otherwise attempting to influence legislation. This corporation shall not participate in any political campaign on behalf of any candidate for political office.

ARTICLE III Insignia

The insignia of Plast USA is a fleur-de-lis interwoven into the Ukrainian trident.

ARTICLE IV Members

A. Member Categories:

1. Members of this corporation fall into three categories:
 - a. Ordinary Members (*Zvychayni Chleny*);
 - b. Benefactors (*Dobrodiyi*); and
 - c. Honorary Members (*Pochesni Chleny*).
2. An Ordinary Member is called a *plastun* (male) or *plastunka* (female). Any citizen or legal resident of the USA may become an Ordinary Member, provided he/she is:
 - a. At least six years of age; and
 - b. Prepared to undergo development within the Plast USA organization in accordance with Plast USA methods and principles of good citizenship and self-sufficiency.
3. Ordinary Members are divided into the following Age Groups:
 - a. Cub Scouts (*Novatstvo*) boys and girls age 6 to 11 years;
 - b. Scouts (*Yunatstvo*) boys and girls age 12 to 17 years;
 - c. Older Scouts (*Starshi Plastuny*) men and women age 18 to 35 years, who abide by Plast USA principles in their private and civic lives and wish to further volunteer their time and efforts towards the fulfillment of the Mission of Plast USA;
 - d. Senior Scouts (*Seniory*) men and women at least 28 years of age, who abide by Plast USA principles in their private and civic lives and wish to further volunteer their time and efforts towards the fulfillment of the Mission of Plast USA.

4. The title of "Benefactor" is given by the Plast USA National Board of Directors to any person or entity that has, in an exceptional manner, contributed to the growth of Plast USA. The Plast USA National Board of Directors may revoke this title for behavior inconsistent with Plast USA principles.
5. The title of "Honorary Member" is given by the Plast USA National Convention upon the proposal of the Plast USA National Board of Directors to a person who has, through exceptional service, contributed to the growth of Plast USA, fulfillment of its Mission, and advancement of its ideals. The Plast USA National Convention may revoke this title for behavior inconsistent with Plast USA principles.

B. Rights and Responsibilities:

1. Ordinary Members have the rights and responsibilities to:
 - a. Abide by the fundamental tenets of Plast USA, as referred to in Article II, Paragraph 1, and strive to be exemplary members of their community;
 - b. Cooperate in achieving the goals of Plast USA and take active part in activities prescribed for their given Age Group and rank;
 - c. Pay their annual membership dues;
 - d. Transfer to the next Age Group within one year of discharge from the previous Age Group;
 - e. Wear the prescribed uniform and insignia according to regulations;
 - f. Follow organizational procedures.

Older Scouts and Senior Scouts, who are current in paying their annual dues, as required by Article IV, Section B, Paragraph 1(c), shall also have the right to:

- g. Participate in the Plast USA National Convention (see Article VI, Section E, Paragraph 2) and General Branch Meeting (see Article IX, Section B, Paragraph 2(a)), to elect and be elected to the governing bodies of Plast USA, consistent with the limitations set forth in Article VI, Section C and Article IX, Section B.

C. Admission and Discharge of Ordinary Members:

1. Admission and discharge from membership in the Cub Scout and Scout Age Groups is carried out by the leadership of the appropriate age unit within a Plast USA Branch. Admission requires the prior written consent of the child's parents or guardians;
2. Admission to membership in the Older Scout and Senior Scout Age Groups is carried out by the Plast USA National Board of Directors, either on its own initiative or upon the request of the appropriate Branch Executive Board.
3. The Plast USA National Board of Directors may discharge Older Scouts and Senior Scouts from membership by way of:
 - a. Voluntary discharge at a member's request;
 - b. Involuntary discharge due to a member's failure to fulfill his/her membership responsibilities (see Article IV, Section B, Paragraph 1); or

- c. Expulsion, for engaging in activities detrimental to Plast USA or otherwise inconsistent with good citizenship.

ARTICLE V Governance

1. Plast USA is governed by the following bodies:
 - a. Plast USA National Convention (*Krayovyy Plastovyy Zyzd*) (see Article VI)
The Plast USA National Convention makes decisions with respect to all matters relating to the fundamental issues of the organization.
 - b. Plast USA National Board of Directors (*Krayova Plastova Starshyna*) (see Article VII)
The Plast USA National Board of Directors is the Board of Directors pursuant to the Michigan Nonprofit Corporation Act, in particular MCL 450.2105(5) and 450.2501.
 - c. Plast USA National Council (*Krayova Plastova Rada*) (see Article VIII)
The Plast USA National Council serves as an advisory body to the National Board of Directors.
2. All members of the Plast USA National Board of Directors and any Councils and Committees formed by the Plast USA National Convention or Plast USA National Board of Directors, as well as all members of the Branch/Group (*Stanytsi/Hrupy*) Boards and Branch/Group Councils (see Article IX and X), as well as Regional Camp Committee and Fraternal group leadership, serve on an uncompensated basis.

ARTICLE VI Plast USA National Convention

A. General:

1. The Plast USA National Convention is convened on an annual basis by the Plast USA National Board of Directors. Members are notified of the date, location, and agenda through the Branches and publication in the press at least one month in advance of the Convention.
2. The Plast USA National Board of Directors may convene an Extraordinary Plast USA National Convention on its own initiative under exceptional or emergency circumstances. Notice of the date, venue and agenda of such an Extraordinary Plast USA National Convention must be given to members at least 20 days in advance.
3. The Plast USA National Board of Directors must convene an Extraordinary Plast USA National Convention upon the written petition of one-third of all ex officio delegates eligible to take part in a Plast USA National Convention. Such written request must contain a proposed agenda and the Extraordinary Plast USA National Convention must be convened within 40 days of receipt of such written request. Notice of the proposed date and venue must be given to delegates at least 20 days in advance.

4. The scope of authority of the Plast USA National Convention includes:
 - a. Reviewing the activity of the Plast USA leadership on the basis of their reports;
 - b. Electing the Plast USA National Board of Directors and the Plast USA National Council (every two years);
 - i. A Nominating Committee shall present a slate of nominees for each of the Plast USA National Board of Directors and the Plast USA National Council at the Plast USA National Convention at which National Board of Directors and National Council members are due to be elected, subject to the limitations of Article VII.A.1 items e, f, g and h.
 - ii. The Nominating Committee is a standing committee composed of each Branch Chair (stanychnyy). The chair of the Nominating Committee shall be elected by and from among the members of the Nominating Committee.
 - iii. The Nominating Committee shall be called to action by the Chief Corporate Officer and begin its work no later than 9 months prior to the convening of the convention at which National Board of Directors and National Council members are due to be elected. The Nominating Committee reports monthly status to the 1st Vice President of the Plast USA National Board of Directors.
 - iv. In the event there is no candidate for Chief Corporate Officer by the end of the Plast USA National Convention at which National Board of Directors are due to be elected, the outgoing Chief Corporate Officer continues to fill that role for up to 6 months (referred to herein as the “Extended Term”), during which time the Nominating Committee shall continue its search for a candidate for Chief Corporate Officer. If no candidate for Chief Corporate officer is found within the first three months of the Extended Term, an Extraordinary Plast USA National Convention will be called within the subsequent three months.
 - c. Releasing members of the Plast USA National Board of Directors and Plast USA National Council from the obligations of their positions at the end of their terms, subject to the limitations of Article VII.A.1 items e, f, g and h;
 - d. Establishing principles, methods, and guidelines relating to the activities and internal structure of Plast USA;
 - e. Approving the budget and setting membership dues;
 - f. Forming or organizing new legal entities as provided for in Article XVI, Paragraph 3;
 - g. Amending the Articles of Incorporation and Bylaws (only during meetings when elections of the National Board of Directors take place);
 - h. Inducting Honorary Members and Benefactors.
5. The Chair or Vice-Chair of the Plast USA National Board of Directors calls the Convention to order and presides over the election of a three-member presidium (Chair, Vice-Chair, and Secretary) which, in turn, presides over the Convention.

B. Quorum:

1. If fewer than 80 percent of the Accredited Delegates of the Plast USA National Convention are present at the scheduled start time, the Convention will be adjourned and will commence one hour later, regardless of the number of delegates present. However, in such an event, the Convention may only make decisions with respect to matters included on the originally announced agenda.
2. A Quorum shall be recognized if more than 50% of all Accredited Delegates are present in the voting hall at the time of voting, subject to the requirements on participation for specific decisions set forth in Article XVIII. Decisions of the Plast USA National Convention are adopted by a majority vote of the Accredited Delegates constituting a Quorum, with the exception of amendments to the Articles of Incorporation and Bylaws and decisions regarding the dissolution of Plast USA (see Article XVIII).

C. Voting:

1. Definitions:
 - a. Potential Delegates- shall mean all Ex Officio Delegates and Elected Delegates.
 - b. Accredited Delegates- shall mean all Potential Delegates, whether present in person or by written proxy in accordance with the provisions for voting by proxy in Article VI. Section D, who have registered for the Plast USA National Convention and have been vetted by the Plast USA National Board of Directors.
2. Voting and participation rights in the Plast USA National Convention are granted to:
 - a. Ex officio delegates:
 - i. Chair (*Stanychnyy[a]*) or Vice-Chair of each Branch and Group Board; the Chair of each Branch Council (*Holova Stanychnoyi Rady*); all Branch Scoutmasters, namely Branch Division Leaders (*Koshovi* and *Referenty Vykhovnoyi Diyi*), Troopmasters (*Zviazkovi*), and Cubmasters (*Hnizdovi*);
 - ii. Members of the Plast USA National Board of Directors and the Plast USA National Council, including those whose term expires at the given Plast USA National Convention;
 - iii. Senior Scouts at the rank of Scout Leader (*Senior Kerivnytstva*), provided they are regularly engaged in Plast USA work at the time of the Convention, at the discretion of the Plast USA National Board of Directors.

Ex officio delegates to the Convention shall have only one vote, even if the person meets various qualifications.
 - b. Elected delegates:
 - i. From each Branch and Group, one delegate shall be elected for every 20 Older and Senior Scout members, plus one additional delegate if there are 10 to 19 members above the last multiple of 20;
 - ii. Branches with fewer than 20 Older and Senior Scout members and Plast USA Groups have the right to elect one delegate;

- iii. One representative from each Older Scout Fraternal Group (*Starsho plastunski Kureni* that has its leadership (consisting of at least 4 officers) and at least 15 members residing in the USA;
- iv. One representative from each Senior Scout Fraternal Group (*Seniorski Kureni*) that has its leadership (consisting of at least 4 officers) and at least 15 members residing in the USA;
- v. One voting delegate (a member of the Regional Camp Committee) from each active Regional Camp Committee (*Okruzhna Taborova Komisiya or OTK*). An active Regional Camp Committee is one which has, since the previous Convention, conducted at least one regional educational Plast USA camp approved by the Plast USA National Board of Directors and has presented its annual report of activities.

D. Proxy Voting:

1. Proxy votes of Branches and Groups
 - a. The vote of a Branch Chair may be transferred only to a Vice-Chair of the same Branch, if the Branch Chair cannot attend in person, irrespective of distance limitations herein further provided.
 - b. The vote of a Branch Council Head (*Holova Stanychnoyi Rady*) may be transferred only to another member of the same Council, irrespective of distance limitations, if the Branch Council Head cannot attend in person.
 - c. The vote of a Branch Scoutmaster may be transferred by proxy to any other Delegate from that Branch, who is permitted to be a proxy holder, subject to distance limitations.
 - d. The vote of a Branch's Elected Delegate may be transferred by proxy to another Delegate, whether elected or ex-officio, from the same Branch, who is permitted to be a proxy holder, subject to distance limitations.
 - e. Subparagraphs a. through d. above shall be construed to apply equally to Groups as they do to Branches.

2. Distance limitations on proxy votes – Delegates from Branches and Groups whose location is, relative to the venue of the Plast USA National Convention:
 - a. greater than 500 miles away – may be proxy holders of up to two (2) proxy votes;
 - b. from 250 to less than 500 miles away – may be proxy holders of up to one (1) proxy vote;
 - c. less than 250 miles away – may neither transfer their vote by proxy nor be proxy holders.
 - d. The Plast USA National Board of Directors may, when unclear or disputed, determine the 'location' of any Branch or Group.

3. Other limitations on proxy votes –

- a. Members of the Plast USA National Board of Directors and Plast USA National Council may neither transfer their vote by proxy nor be a proxy holder, irrespective of any other proxy rule herein.
- b. The vote of a Senior Scout at the rank of Scout Leader (*Senior Kerivnystvva*), when held in and of itself, may not be transferred by proxy; and such Delegate may be a holder of at most one proxy vote from a Regional Camp Council (*OTK*) or Fraternal Group (*UPS Kurin*), irrespective of distance limitations in §2.
- c. The vote of a Fraternal Group Head may be transferred by proxy to another member of the same Fraternal Group otherwise meeting qualifications for being a delegate and who is not already an elected or ex-officio delegate. Such Fraternal Group Delegates may not be holders of any other proxy.
- d. The vote of a Regional Camp Council Head (*Holova OTK*) may be transferred by proxy to another member of the said RCC who otherwise meets qualifications for being a delegate and who is not already an elected or ex-officio delegate. Such Regional Camp Council Delegates may not be holders of any other proxy.
- e. All proxies must be in writing, signed and dated, stating the name of issuing delegate and that of the proxy holder, in such form and manner as the Plast USA National Board of Directors may from time to time provide. Proxies shall be General Proxies, and there shall be no Right of Substitution by the proxy holder. The proxy shall expire with the conclusion of the Plast USA National Convention, and may further be revoked by the arrival of the issuing delegate at the Plast USA National Convention.

E. Other:

1. Participants in the Plast USA National Convention who have rendered exceptional services to Plast USA may be granted one vote by the Convention and may not hold any proxy votes.
2. All Older Scouts and Senior Scouts, Benefactors, and Honorary Members may participate in the Plast USA National Convention as non-voting guests.

ARTICLE VII

Plast USA National Board of Directors

A. Structure:

1. The Plast USA National Board of Directors, composed of only Senior and Older Scouts, includes the following Board Members:
 - a. Chair/Chief Corporate Officer
 - b. First Vice-Chair/Corporate Liaison Officer and Corporate Secretary
 - c. Second Vice-Chair/Corporate Officer responsible for Educational Activities
 - d. Third Vice-Chair/Corporate Officer/Treasurer and Administrator

- e. Director of Cub Scouts
 - Shall be a qualified Cubmaster elected by Scoutmasters for the cub scout age group during the Convention of Cub Scoutmasters.
- f. Director of Boy/Girl Scouts
 - Shall be a qualified Troopmaster elected by Scoutmasters for the scout age group during the Convention of Scoutmasters.
- g. Director of Older Scouts
 - Shall be elected only from among Older Scouts by the National Convention of Older Scouts.
- h. Director of Senior Scouts
 - Shall be elected only from among Senior Scouts by the National Convention of Senior Scouts.
- i. Director of Development (Troopmasters and lesser ranked Scoutmasters)
- j. Director of Development (Cubmasters and lesser ranked Cub Scoutmasters)
- k. Director of Camps
- l. Director of Physical Fitness
- m. Director of Communications
- n. Director of Press and Publications
- o. Recording Secretary

In case of the resignation or inability to serve of the Chair, the duties are assumed by the Vice-chairs able to take over the duties of the Chair in this order: First Vice-Chair, Second Vice-Chair, Third Vice-Chair.

The Chair and two (2) other Corporate Officers, in consultation with a responsible Director and Board Members, may request a Director or Directors to undertake and be responsible for tasks beyond their originally designated scope of authority. The rest of the Board will be apprised of this change during the next Board meeting.

- 2. The office of a Director or Corporate Officer will be vacated by a vote of at least 51% of the Board Members, if the Director or Corporate Officer:
 - a. Is removed for cause;
 - b. Fails to execute his/her responsibilities;
 - c. Has a conflict of interest that can not be resolved;
 - d. Has exhibited unethical behaviour:
 - e. Dies or is found to be mentally incompetent or becomes of unsound mind or is otherwise disabled and unable to serve;
 - f. The vacating Director or Corporate Officer must be notified in advance and in writing.

A Director or Corporate Officer may resign by delivering notice in writing to the Board,

which resignation shall be effective at the time it is received by the Board or at the time set out in the notice, whichever is later.

The Plast USA National Board of Directors may appoint a replacement Director or Corporate Officer with a vote of at least 51% of Board Members, provided, however, that at least half of the elected Board Members remain in office. If more than half of the elected Board Members resign, then the Plast USA National Council will appoint new Directors and Corporate Officers, who will serve until the election of a new Plast USA National Board of Directors at (i) a Plast USA National Convention, if a Convention is to occur within four (4) months of the resignation of half the elected Board Members, otherwise at (ii) an Extraordinary Plast USA National Convention, which will be convened within forty-five (45) days of the resignation of half the elected Board Members.

B. Responsibilities:

1. The Plast USA National Board of Directors:
 - a. Plans, leads, and supervises the activities of Plast USA;
 - b. Prepares an annual report of its activities for the Plast USA National Council to review prior to the Plast USA National Convention;
 - c. Reports its activities to the Plast USA National Convention;
 - d. Creates internal regulations on the basis of these Bylaws;
 - e. Submits proposals for resolutions to the Plast USA National Convention, and carries out adopted resolutions;
 - f. Publicly represents Plast USA, in particular, before legal authorities;
 - g. Has the right to form committees as appropriate. However, no committee has the power or authority to do any of the following:
 - i. Amend the articles of incorporation;
 - ii. Adopt an agreement of merger or consolidation;
 - iii. Recommend to members the sale, lease, or exchange of all or substantially all of the corporation's property and assets;
 - iv. Recommend to members a dissolution of the corporation or a revocation of a dissolution;
 - v. Amend the Bylaws of the corporation;
 - vi. Fill vacancies on the Board;
 - vii. Terminate membership in Plast USA;
 - viii. Vote during Plast USA National Board of Directors meetings.
2. The Plast USA National Board of Directors reviews all operational matters of the organization during its meetings. Binding action by the Plast USA National Board of Directors may be taken only if at least half the members are present. All decisions are reached by a majority vote of the quorum. In exceptional circumstances, the Chair of the Plast USA National Board of Directors and two (2) other Corporate Officers may, in consultation with the responsible Director or Directors, make decisions with respect to

urgent matters. Such decisions must be submitted to the Plast USA National Board of Directors for approval at the next meeting.

3. In emergencies between Plast USA National Conventions, the Plast USA National Board of Directors has the right to decide on matters otherwise reserved for the Plast USA National Convention in Article VI, Section A, Paragraph 4, items (d) (e) and (h). Such decisions require an affirming vote of at least 75% of the Plast USA National Board of Directors and are binding until the following Plast USA National Convention and must be reported at that time.
4. The Plast USA National Board of Directors adjudicates appeals of decisions made by Branch Councils in cases of internal Branch disputes and, at the request of interested parties, seeks to resolve any misunderstandings within Plast USA.
5. The Chair of the Plast USA National Board of Directors heads and coordinates activities of the National Board of Directors and represents it publicly. Board members report their activities to the Chair and, together with the Chair, to the Plast USA National Convention.
6. Meetings of the Plast USA National Board of Directors are called by the Chair or a Vice-Chair at least once every two months; notice of the meeting time, place, and agenda must be given at least one week in advance of the meeting.
7. The Treasurer shall be responsible for ensuring that Plast USA is in compliance with filing requirements, if any, of all state and federal authorities, including ensuring that Plast USA annually files an informational return with the Internal Revenue Service in all years when such a return is required.
8. A newly elected Plast USA National Board of Directors should assume its duties no later than one month after its election. Until that time, the outgoing Plast USA National Board of Directors continues to act and is responsible for the activities of the corporation.
9. Term of office:
Each Director will be elected by a majority vote of the Plast USA National Convention, subject to the limitations of Article VII.A.1 items e, f, g and h, and will serve a term of two years and until his/her successor has been elected and qualified.

ARTICLE VIII

Plast USA National Council

A. Structure:

1. The Plast USA National Council, composed only of Senior and Older Scouts, includes the

following Council Members:

- a. Chair;
 - b. 4 additional members;
 - c. 2 alternates, not activated until a member resigns.
2. The Chair of the Plast USA National Council is elected biennially by the Plast USA National Convention. Members and alternates of the Plast USA National Council are elected by the Plast USA National Convention for four-year terms; half of the members are replaced at the Plast USA National Convention every two years. All candidates to the Plast USA National Council shall be selected on the basis of their experience in Plast USA or any member of KUPO.
 3. The Plast USA National Council elects, from among its members, a Vice-Chair and a Secretary.
 4. The office of a Plast USA National Council Member will be vacated elected by a vote of at least 51% of the Council Members, if a Plast USA National Council Member:
 - a. Is removed for cause;
 - b. Fails to execute his/her responsibilities;
 - c. Has a conflict of interest that can not be resolved;
 - d. Has exhibited unethical behavior;
 - e. Dies or is found to be mentally incompetent or becomes of unsound mind or is otherwise disabled and unable to serve;
 - f. The vacating Council Member must be notified in advance and in writing.

A Council Member may resign by delivering notice in writing to the Council, which resignation shall be effective at the time it is received by the Council or at the time set out in the notice, whichever is later.

In the event of the vacation, resignation or inability to serve of any Council Member, a replacement is elected from the alternates by a vote of at least 51% of the Council Members. Unless replacing a Council Member, alternates do not participate in National Council meetings.

B. Responsibilities:

1. The Plast USA National Council:
 - a. Reviews the activity of the Plast USA National Board of Directors and the entire Plast USA corporation, and reports its findings to the Plast USA National Convention;
 - b. Serves as an advisory body to the Plast USA National Board of Directors;
 - c. Adjudicates appeals brought by any unit or member of Plast USA on an advisory basis to the Plast USA National Board of Directors.

2. Meetings of the Plast USA National Council shall be called at least every three months by the Chair or Vice-Chair. Notice of the meeting date, venue, and agenda must be given to members of the Plast USA National Council at least two weeks in advance of the meeting.
3. All decisions of the Plast USA National Council are reached by majority vote of the entire council, i.e. by at least three of the five members. Alternates do not vote.

ARTICLE IX Plast USA Branches

Plast USA is organized territorially in Branches made up of members living in a particular locality. A Branch is confirmed by the Plast USA National Board of Directors.

A. Structure:

1. Each Branch conducts its educational activities within separate units divided by age and gender, as appropriate – namely:
 - a. Cub Scouts:
 - i. Cub Scouts are organized by age and gender into groups called Cub Dens (*Royi*);
 - ii. Two or more Cub Dens of one gender form a Cub Pack (*Hnizdo*). Cub Packs are led by Cubmasters (*Hnizdovi*);
 - iii. The female Cub Pack along with the male Cub Pack form a Cub Scout Division (*Novatskyy Kish*) led by a Division Leader (*Koshova/Koshovyy*).
 - b. Scouts:
 - i. Scouts are organized by age and gender into groups called Patrols (*Hurtky*);
 - ii. Two or more patrols of one gender form a Scout Troop (*Kurin*). Scout Troops are led by Troopmasters (*Zviazkovi*);
 - iii. The female Scout Troop along with the male Scout Troop form a Scout Division (*Yunatskyy Kish*), led by a Division Leader (*Koshova/Koshovyy*).
 - c. All Older Scouts in a Plast USA Branch form a Working Unit (*Oseredok Pratsi*), led by a Unit Leader (*Oseredkova/Oseredkovyy Starshykh Plastuniv*);
 - d. All Senior Scouts in a Plast USA Branch Working Unit (*Oseredok Pratsi*), led by a Unit Leader (*Oseredkova/Oseredkovyy Senioriv*);
 - e. Network of Parents and Friends of Plast USA (*Lanka Batkiv i Pryiateliv Plastu*). The network includes:
 - i. Parents of current scouts who may or may not be Plast USA members themselves;
 - ii. Older Scouts and Senior Scouts who wish to assist the Plast USA leadership;

- iii. Friends of Plast USA, at least 18 years of age, who are not members of Plast USA, but acknowledge the value of Plast USA ideals and agree with the methods of Plast USA education. Friends of Plast USA must be approved by the Branch Board.
2. In Branches that have an insufficient number of members for full Divisions and Working Units, the Branches may be composed of individual Cub Packs or Cub Dens, Scout Troops or Scout Patrols, or even individual Older Scouts or Senior Scouts. Mixed gender groups among Cub Scouts and Scouts are permitted where there is an insufficient number of boys or girls to form separate or age-appropriate Dens/Packs or Patrols/Troops.

Detailed regulations for the operation of Cub, Scout, Older Scout and Senior Scout units, as well as for the Network of Parents and Friends of Plast USA are to be found in corresponding Manuals of these Divisions (*Pravylnyky*).

B. Governance:

1. A Branch is governed by the following:
 - a. Branch General Meeting (*Zahalni Zbory Stanytsi*):
The Branch General Meeting makes decisions with respect to all matters relating to the fundamental issues of the Branch. However, it cannot override or conflict with any decisions made during the Plast USA National Convention or by the Plast USA National Board of Directors.
 - b. Branch Board (*Stanychna Starshyna*):
The Branch Board is responsible for the operations of the Plast USA Branch in accordance with the Plast USA Mission and Method of Activities, and directives from the Plast USA National Convention and Plast USA National Board of Directors.
 - c. The Branch Council (*Stanychna Rada*):
The Branch Council serves as an advisory body to the Branch Board.
2. Branch General Meeting
 - a. The General Meeting takes place annually or biennially, depending on the circumstances. The Branch General Meeting designates the term of office of the Branch Board and Branch Council, notifying the Plast USA National Board of Directors of its decision. Participating and voting rights are granted to all Senior Scouts and Older Scouts who live within the regional jurisdiction of the Branch and are duly registered as Branch Members, as well as the elected leader of the Branch's Network of Parents and Friends of Plast USA.
 - b. The scope of authority of the Branch General Meeting includes:
 - i. Reviewing the activity of the Branch Board and Branch Council, based on their annual reports, evaluating their work, and releasing them from the obligations of their posts;
 - ii. Electing a new Branch Board and Branch Council;

- iii. Establishing guidelines for the activity of the new Branch Board;
- iv. Approving recommendations and electing delegates for the Plast USA National Convention. Branch delegates to the Plast USA National Convention can also be elected during special pre-convention General Meetings of each Branch.

3. Branch Board

- a. The Branch Board is composed of the following:
 - i. Branch Chair (*Stanychna/Stanychnyy*);
 - ii. Leader of Cub Scout Division* (*Koshova/Koshovyy Novatstva*), oversees activities of:
 - Cubmasters (*Hnizdovi*)
 - iii. Leader of Scout Division* (*Koshova/Koshovyy Yunatstva*), oversees activities of:
 - Troopmasters (*Zviazkovi*)
 - iv. Treasurer and Administrator (*Skarbnyk/Dilovod Hospodarky*);
 - v. Recording Secretary (*Protokoliarnyy Pysar*);
 - vi. Leader of the Older Scouts Working Unit (*Oseredkova/Oseredkovyy Pratsi Starshykh Plastuniv*) – selected only from and by Older Scouts;
 - vii. Leader of the Senior Scouts Working Unit (*Oseredkova/Oseredkovyy Pratsi Senioriv*) – selected only from and by Senior Scouts;
 - viii. Leader of the Network of Parents and Friends of Plast USA;
 - ix. One or more Branch Vice-Chairs and an appropriate number of other officers, analogous to those serving on the Plast USA National Board of Directors, as may be necessary and appropriate.

* Branches lacking full Divisions may elect one Leader of Educational Programs in lieu of Division Leaders.

- b. Only Senior Scouts and Older Scouts have the right to be elected as members of a Branch Board, subject to the limitations set forth in Article IX, Section B, Paragraphs 3(a)(vi) and 3(a)(vii). An exception is the Leader of the Network of Parents and Friends of Plast USA.
- c. Branches that lack a full array of constituent units, as described in Article IX, Section A and B, or lack a sufficient number of Older Scouts and Senior Scouts to fill all necessary posts, may adjust the composition of the Branch Board as necessary and appropriate for the Branch.
- d. The election of a Branch Board must be approved by the Plast USA National Board of Directors. If the Plast USA National Board of Directors fails to approve such an election, or if the Branch Board is suspended due to improper activities, the Branch Council must convene a Branch General Meeting within two weeks to elect a new Branch Board.

- e. The Branch Board:
 - i. Publicly represents all Plast USA units of the particular locality (including the Network of Parents and Friends of Plast USA);
 - ii. Supervises and coordinates the work of the units and organizes their public activities;
 - iii. Provides moral and financial support to establish and maintain the work of all units;
 - iv. Makes decisions on all matters pertaining to the Branch at its regular meetings.
 - f. The Branch Chair heads and coordinates all educational, administrative and financial activities of the Branch, and is its official public representative. The Branch Board Members report their activities to the Branch Chair, and together with the Branch Chair report to the Branch General Meeting and the Plast USA National Board of Directors. In case of inactive Branch Board Members, the Branch Board may, on its own initiative or upon the recommendation of the Branch Council, replace the inactive members, or oversee their replacement by special election.
4. Branch Council
- a. The Branch Council is composed of a President and two to four members. For a Branch with a small number of members, which cannot elect its own Branch Council, a Council is appointed by the Plast USA National Board of Directors.
 - b. The duties of the Branch Council include:
 - i. Serving as an advisory body to the Branch Board;
 - ii. Reviewing the activity, including financials, of the Branch and reports to Branch General Meeting;
 - iii. Adjudicating appeals brought by any unit or member of the Plast USA Branch on an advisory basis to the Branch Board.
5. The Network of Parents and Friends of Plast USA in a Branch is organized with its own elected leadership. The financial reports of the Network are included in the reports of the entire Branch.

ARTICLE X

Plast USA Groups

- 1. Plast USA members who live in a particular locality may form a Plast USA Group. A Group is defined as having fewer than 6 Cub Scouts and fewer than 6 Boy/Girl Scouts, unless it is formed due to a change in status of a Plast USA Branch (Article XI.2).
- 2. A Group must be capable of conducting regular Plast USA activities following the established Plast USA program.
- 3. All articles of the Bylaws that apply to Branches are applicable to Groups, insofar as possible, with the following exceptions:

- a. The leadership of a Group consists of one person, but may be expanded as needed;
- b. The Group Council may consist of one person;
- c. A Group must report its formation to the Plast USA National Board of Directors and provide all required financial and organizational reports.
- d. In the event of dissolution of a Group, all property it administers (see Article XVI) is transferred to the Plast USA National Board of Directors. If reactivated, a Plast USA Group may request financial assistance or capital from the Plast USA National Board of Directors.

ARTICLE XI
Formation, Change of Status, and Dissolution of Branches and Groups

1. Branch Formation

When a Group has at least 6 Cub Scouts and 6 Boy/Girl Scouts, and this membership number is deemed to be sustainable, it becomes a Plast USA Branch. A newly formed Branch is authorized by the Plast USA National Board of Directors.

2. Branch Change of Status

When a Branch has fewer than 12 members of the Cub and Scout Age Groups combined over a period of three consecutive years, it becomes a Group.

3. The Plast USA National Board of Directors has the right to dissolve a Branch/Group if it is inactive.

- a. The Branch or Group has the right to appeal such action to the Plast USA National Council. If the decision of the Plast USA National Council differs from that of the Plast USA National Board of Directors, the matter is presented at the Plast USA National Convention. Until a final decision is issued, all activity of the particular Branch or Group is suspended.
- b. In the event of dissolution of a Branch, unless it becomes a Group, or the dissolution of a Group, all property it administers (see Article XVI) is transferred to the Plast USA National Board of Directors. If reactivated within six years, a Plast USA Branch or Group will receive, upon request, financial assistance or capital, in the amount originally transferred to the Plast USA National Board of Directors.

ARTICLE XII
Removal of Branch/Group Board Members

The Plast USA National Board of Directors has the right to remove Branch/Group Board Members if the Branch's/Group's activity is:

1. Contrary to Plast USA principles, particularly the Three Fundamental Principles referred to in Article II, Paragraph 1(a);

2. Contrary to the Plast Oath or Plast Code referred to in Article II, Paragraph 1(a);
3. In some other way damaging to Plast USA or any member of KUPO.

ARTICLE XIII
Regional Camp Committees (*OTK*)

Regional Camp Committees report to the Director of Camps. These Committees organize and manage all activities involving camps on the locations that they oversee.

ARTICLE XIV
Fraternal Groups (*Starsho Plastunski i Seniorski Kureni*)

Besides working within Plast USA Branches, Older and Senior Scouts are also organized into Fraternal Groups, which include members from various localities. The task of these Fraternal Groups is to use the unique common interests and strengths of their members to carry out specific tasks for Plast USA.

ARTICLE XV
Lone Members (*Samitnyky*)

Cub Scouts or Boy/Girl Scouts, who live at least 75 miles from the usual meeting place of the nearest Plast USA Branch/Group (*domivka*) and cannot take part in regular Branch/Group activities, are considered Lone Members. They participate in the Plast USA program through regular correspondence with the Director of Cub Scouts or Director of Boy/Girl Scouts on the Plast USA National Board or with someone assigned by the respective Directors specifically for this role.

Older and Senior Scouts, who do not belong to a Fraternal Group or Branch/Group, are also considered Lone Members. They fall under the responsibilities of the Directors of Older Scouts or Senior Scouts.

ARTICLE XVI
Property, Fiscal Year

1. The property of Plast USA is composed of:
 - a. Membership dues and voluntary member contributions;
 - b. Income from Plast USA sponsored social events and other member enterprises;
 - c. Real estate owned by Plast USA or titled in any previous name attributed to that organization;
 - d. Gifts, bequests, and subsidies from persons or entities;
 - e. All cash accounts, securities, bonds, or any other personal property of value.

2. No Plast USA entity may donate, gift, or bequest any property belonging to Plast USA (see Article XVI, Paragraph 1), in any amount outside of Plast USA, without the approval of the National Board of Directors. Donations, gifts or bequests of property within the Plast USA organization must be (i) reported to the National Board of Directors, and (ii) must request prior approval of the National Board of Directors if it is to exceed in aggregate \$2,500 in any calendar year.
3. Only the Plast USA National Convention or Extraordinary Plast USA National Convention can approve the formation or organization of a new legal entity of any type for the purpose of transferring or holding existing real estate, personal property, or any other Plast USA assets.
4. The fiscal year is the calendar year.

ARTICLE XVII Indemnification

The corporation (Plast USA) shall indemnify its National officers and directors against losses actually and reasonably incurred in connection with the defense of any action, suit, or proceeding relating to the performance of their duties to the extent permitted by law.

ARTICLE XVIII Amendments to Bylaws and Articles; Dissolution of Organization

1. Amendments to the Articles of Incorporation, amendments to these Bylaws, or the dissolution of the organization may be effected by the vote of two-thirds of the Plast USA National Convention, provided that any vote with respect to dissolution shall be effective only if at least half of all Potential Delegates participate in the Convention. Amendments to the Articles of Incorporation, amendments to these Bylaws, or the dissolution of the organization may be effected provided that:
 - a. The matters to be voted upon were included on the agenda, as set forth in the notice of the Convention; and
 - b. Any proposals for amendment, with grounds therefore, were presented in writing to the Plast USA National Board of Directors no later than three months prior to the Plast USA National Convention; and the Plast USA National Board of Directors circulated such proposals, together with its own comments thereto, to Branches no later than one month prior to the Plast USA National Convention.
2. In the event of the dissolution, merger, consolidation, or the sale of all or substantially all the corporation's assets, Plast USA shall comply with the relevant sections of the Michigan Nonprofit Corporation Act and shall obtain the consent of the Michigan Attorney General, if required. In addition, the Plast USA National Convention that effected the dissolution, merger, consolidation, or sale of Plast USA, shall oversee the disposal of Plast USA's property and assets, provided, however, that all property remaining after payment of corporate obligations may be distributed only to a charity or educational institution that satisfies the criteria of Section 501(c)(3) of the Internal Revenue Code of

1986, as amended, or federal, state, or local public charity laws.

===== END =====