

BYLAWS AND POLICIES
OF THE
WASHINGTON STATE
JUNIOR CHAMBER INTERNATIONAL (JCI)
SENATORS, INC.
February 20, 2010

Article I – Membership

Section 1 The membership of the Washington State JCI Senators, Inc. shall consist of all JCI Senators, whose dues are currently paid to this corporation or are Lifetime Members.

Section 2 Concurrent membership in the U.S. Jaycee International Senate organization will be guaranteed to any Washington State Jaycee Senator in good standing, providing payment is received for both this corporation's and National dues.

Section 3 Any member of this corporation may be removed by three-quarters (3/4) vote of the membership of the corporation at a regular or special meeting of the corporation. Notice of such proposed removal must be given to the member sought to be removed prior to the meeting at which the question is to be voted upon.

Article II – Dues

Section 1 Membership dues shall be \$30.00 per year (\$25.00 for State Dues and \$5.00 for National Dues) and shall be payable annually on May 1 of each year. Lifetime membership dues of \$200.00 may be paid at anytime. The fiscal year begins on May 1 and ends on April 30th.

Section 2 Dues received for lifetime membership shall be placed in an interest bearing trust fund. Interest received on said trust fund shall be used to pay the annual dues of such members which will be used to help cover the operating expenses of the Washington State JCI Senate.

Section 3 Upon payment of membership dues, members are considered in good standing through May 1 of the ensuing year.

Section 4 An individual who loses membership, as defined in Article 1, Section 2, forfeits all monies paid in dues.

Article III – Government

Section 1 The government of this corporation shall be vested in a Board of Directors (BOD) consisting of up to seven members, which shall include the President, the Vice President, the Secretary, the Treasurer, the Immediate Past President., and up to two Trustees;

Section 2 The Board of Directors shall manage the business and property of this corporation;

Section 3 The Board of Directors may hold Board meetings preceding each meeting of the membership and special meetings may be called by the President or by a majority vote of the Board of Directors as may be necessary for the competent management of the affairs of this corporation;

Section 4 Each member of the Board of Directors shall possess one vote in matters coming before the Board. Four members of the Board of Directors shall constitute a quorum;

Section 5 Any member of the Board of Directors may be removed from office by a majority vote of the membership at any regular or special meeting of the membership of the corporation. Notice of the proposed removal of a Board member must be given to such Board member (**10 days**) prior to the date of the meeting at which such removal is to be voted upon. Such notice to the Board member must state the cause for the proposed removal;

Section 6 In addition to Section 5, any Board member may be removed from office by a majority vote of the Board of Directors because of unexcused absences of two consecutive meetings of the Board of Directors;

Section 7 Any vacancy occurring on the Board of Directors due to death, resignation, or removal shall be filled by a majority vote of the remaining Board members. Such appointee shall serve during the unexpired term of the vacant position;

Section 8 The Corporation shall be noncommercial, nonsectarian, and nonpartisan;

Section 9 The corporation or members in their official capacities shall not – directly or indirectly – participate or intervene (in any way, including the publishing or distributing of statements) in any political campaign on behalf of, or in opposition to, any candidate for public office; or devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise;

Section 10 No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, directors, trustees, officers or other private persons except that the organization shall be empowered to pay reasonable compensation for services rendered and to make payment;

Section 11 No current BOD shall enter into any financial obligations extending beyond the fiscal year (May 1 – April 31) except as approved by a majority vote of the BOD. The organization shall operate in a fiscally responsible and appropriate manner;

Section 12 The membership roster shall not be released to outside interests;

Section 13 Annually, the BOD shall review the Bylaws and Polices of the corporation, and if deemed necessary, shall adopt such changes per Article X and that are not in conflict with the US JCI Senate Bylaws.

Section 14 In the event of dissolution of the organization, its assets shall be distributed for one or more of the exempt purposes specified in the Internal Revenue Code of 1986 as from time to time amended.

Article IV – Elections

Section 1 The President, Vice President, Secretary and Treasurer of this corporation shall be elected by a majority vote of the membership of this corporation at the annual meeting of the membership. The elected officers of the Board shall serve for a term of one year. The incoming Board of Directors, as necessary to fill vacancies, shall appoint the Trustees. The Immediate Past President is automatically a member of the incoming Board of Directors as the Chairman of the Board.

Section 2 Voting shall be by ballot of the members of this corporation as defined in Article 1, Section 1 of the Bylaws. No person shall cast more than one ballot. Each ballot must be personally cast and no proxy votes will be accepted.

Section 3 Nominations shall be by oral or written notice by the candidate to the Secretary or the Nomination Chairman or by nomination from the floor by a member of this corporation other than the candidate. All nominees must be in good standing.

Section 4 The New Board of Directors shall take office immediately upon the adjournment of the meeting at which they are elected.

Section 5 To be elected to BOD, a person must be a Senator for at least thirty (30) days.

Section 6 To be elected to the office of President, he/she must have held a previously elected position on the Washington JCI Senate BOD.

Article V – Duties of the Officers

(See Policies - DUTIES/OFFICERS for additional duties)

Section 1 President: The President shall (a) be the Ex-officio of all activities, except the nominating committee, of the corporation; (b) execute all instruments in its behalf; (c) preside at all meetings of the Board and of the membership as shall be deemed necessary, in addition to the meetings required in Article VI of these Bylaws; (d) appoint such Chairmen as shall be deemed necessary to carry out the objectives, business and activities of this corporation; and (e) perform such other duties usually inherent in such office.

Section 2 Vice President: The Vice President shall assume the duties of the President in the President's absence, and in so acting, be subject to, all the powers of, and all restrictions upon, the President. (a) The Vice President shall oversee the following committee areas: Chaplain, Freshman Senator Chairman, First Timers Chairman; (b) is a member of the scholarship judging committee. (c) The Vice President shall oversee the Washington Jaycees Year-end Awards sponsorship program; (d) The Vice President shall perform such other duties, and activities, as the President or Board may direct.

Section 3 Secretary: The Secretary shall (a) be the custodian of all records of the Board of Directors and of the corporation meetings minutes; (b) keeper of the creed; (c) keep the membership roster and email account current at all times; (d) notify through email, phone call, newsletter article, E-vite, etc. each member of upcoming meetings; (e) perform all duties incident to the office of Secretary; (f) perform such other duties as the President or Board may direct; (g) the Secretary shall notify through email and phone call, each member of the Board of any special meetings of the Board as may be directed by the President or by a majority vote of the Board members and; (h)The Secretary shall oversee the following committee areas: Editor, Return the Favor Program Chairman.

Section 4 Treasurer: The Treasurer shall (a) receive, and give receipts, and be accountable for all funds belonging to the corporation; (b) pay all obligations incurred by the corporation when payment is due, and those authorized by the Board and/or the membership; (c) maintain bank accounts in depositories designated by the Board; (d) to provide a annual budget for approval at the Fall Board membership meeting; (e) perform such other duties incident to the office of treasurer (ex. render a current financial report, forms, audit, taxes, etc) as the President or Board may direct; (f) be a voting member of each committee involving income or expenditures of corporation funds; and (g) the Treasurer shall oversee the following committee areas: Hospitality Room Chairman, Scholarship Committee Chairman.

Section 5 The Immediate Past President (COB): The Immediate Past President shall (a) attend all board of Directors meetings; (b) convene the nominating committee to elect officers for the following year, (c) act in an advisory capacity to the current Board; and (d) The COB shall oversee the following committee areas: Legal Counsel and/or Parliamentarian.

Section 6 The Trustees of the Board of Directors: The Trustees shall assist any officers of the corporation in conducting the business of the corporation. The two Trustees shall be appointed in alternating years, each for a two-year term.

Article VI – Meetings

Section 1 Meetings: Regular meetings of the membership shall be held at least (3) three times per year. The annual meeting shall be held during the month of May or June. Special meetings of the membership of the corporation may be called from time to time at the discretion of the President, or (4) of the (7) Board Members.

Section 2 Quorum: At any authorized meeting of the membership of the corporation, fifteen percent of the total paid membership shall constitute a quorum. Each member so present shall be entitled to one vote.

Section 3 Hospitality: The Washington State JCI Senate shall provide hospitality for their (3) business meetings. See Polices – DUTIES/CHAIRMAN: C. Hospitality Room Chairman

Article VII – Committee and/or Chairmen

Section 1 The following standing committees and/or chairmen shall be appointed each year by the BOD:

- A. Editor
- B, Legal Counsel and/or Parliamentarian
- C. Hospitality Room Chairman
- D. Freshman Senator Program Manager
- E. Scholarship Committee Chairman
- F. Return the Favor Program Chairman
- G. First Timers Chairman
- H. Chaplain

See Polices – DUTIES/CHAIRMAN

Article VIII – Trust Fund

Section 1 The Corporation shall maintain Trust Funds for funding long-term responsibilities as determined by the membership and current bylaws. The intent of these trusts is to maintain the integrity of the principle of these funds. The earnings produced by the trusts shall be allocated yearly by a vote of the membership.

Section 2 Any withdrawal or transfer of funds from the trust accounts will require three of the four authorized signatures. Those authorized signatures include the President, Vice President, Treasurer, and as alternate, Immediate Past President, or Secretary.

Section 3 The following trust funds have been established to preserve principle:

Scholarship Trust Fund: The primary purpose of this trust shall be to fund scholarships for Washington State JCI Senators, children, or grandchildren of Washington JCI Senators.

Lifetime Membership Dues Trust Fund: The purpose of this trust shall be to fund the annual expenses for the lifetime members of the Washington State JCI Senate. The earnings from this trust will be used to supplement the operating expenses of the Washington State JCI Senate.

Seattle 77 Trust Fund primary purpose is to provide seed money for State, Region, National, or International Meetings that would be hosted by the Washington State JCI Senate.

Article IX – Prohibited Activities

Section 1 This Corporation shall not, as a body, support any candidate for any office in the Washington Jaycees or the United States Jaycees. This prohibition shall include any organized campaigning activities at Board or membership meetings, in the Senate hospitality rooms, or during other Senate sponsored activities.

Article X – Amendments

Section 1 These Bylaws and Polices may be amended by a two-thirds (2/3) vote of the paid members present at any authorized meeting of the corporation; PROVIDED that a written notice of the proposed amendment has been e-mailed or mailed via US Postal Service at least ten (10) days prior to the date of such meeting, to the last known address of each paid member.

Article XI – Policy

Section 1 The Board of Directors shall establish rules and Basic Policies for carrying out the objectives, and business and activities of this corporation and these Bylaws. If a majority of the paid membership present at may amend such rules and policies any authorized meeting of this corporation.

----- **Policies** -----

POLICIES
OF THE
WASHINGTON STATE
JUNIOR CHAMBER INTERNATIONAL (JCI)
SENATORS, INC.

February 20, 2010

Government

Section 1 The Board of Directors shall submit a proposed plan and budget at the Fall Board for membership approval. Said budget shall carry a line item for the cost of one (1) room for the outgoing President at the Annual Meeting.

Section 2 The BOD meetings may provide a meeting by conference call so that all persons participating in the meeting can hear each other at the same time. The participation by this method constitutes presence in person at the meeting.

Elections

Section 1 The Chairman of the Board oversees the nominations and election.

Section 2 The policies provide that voting for an officer position be by electronic transmission (email), if the name of each candidate is contained in the notice of meeting or set forth in a record accompanying the notice. Any vote cast by email must indicate the name of the member submitting the vote, be sent by email from the email address on file with the BOD, and be received at the email address set forth by the BOD. Votes cast by email must be received no later than the date set forth by the BOD. These policies shall provide that members voting by email are deemed present only for the purposes of the elections conducted at the annual meeting.

Section 3 All members attending Meetings of the Senate will in good standing to vote.

DUTIES/OFFICERS

(1) Upon assuming office, the officers shall honor, accept, and abide to the Bylaws and Polices that they have sworn to.

(2) All Officers and committee Chair's are required to write articles for each Apple Corp.

(3) All books, funds, and supplies belonging to the Washington JCI Senate, shall be relinquished to the new officers by the retiring officers immediately upon leaving office.

(4) All financial matters and binding agreements shall require two (2) signatures; only elected officers shall have the authority to sign.

(5) In the event two (2) or more members of the same household hold offices in the same local unit or council, only one (1) shall co-sign financial matters.

(6) Turn off or put on silent all electronic telephones, pagers, or other noise producing mechanisms during all business sessions.

President: (a) Write article for each US JCI Mentors magazine; (b) Oversee the Treasurer by filing a new signature card with the bank within 30 days of taking office; (c) Match the bank statements to the

treasurers report; (d) By October 31, file with the Secretary of the State of Washington, the Cooperation fee documentation (with Secretary, and Treasurer involvement [documentation, and cutting the check]).

Vice President: Works with the Jaycee Year-end Awards Sponsorship program; to obtain sponsorships (usually \$25.00) for awards from Senators.

Secretary: (a) Maintain a complete roster of the membership database; (b) Copy / print and keep e-mails as required. (c) Have minutes out to the board/committee chair's within (1) week of meetings; (d) have knowledge of Word and Excel; (e) provide mailing labels to Editor. (f) Keep accurate records of all meetings; (g) Notify the president of any unfinished business; (h) Be responsible for correspondence as designated by the president.

Treasurer: (a) File a new signature card with the bank within 30 days of taking office; (b) Provide a financial report at each membership meeting; (c) discuss at each membership meeting ideas about investment ideas of the Senates monies.

Duties/Chairman

Editor: The President shall appoint an Editor subject to Board approval, each year to (a) publish the newsletter; (b) send final draft to president for approval; (c) E-mail or send via US Postal Service the newsletter to all members in good standing, and other interested parties; (d) enlist help (if needed), for folding, labeling, stamping, etc. to get newsletter out in a timely manner; (e) The newsletter shall be published a minimum of three (3) times per year.

Legal Counsel and/or Parliamentarian: The President may appoint, subject to Board approval, a legal counsel whose duties shall include being the corporation's legal advisor and parliamentarian on all matters before the Board or membership. In the absence of appointing a legal advisor, the President will appoint a parliamentarian. On any business before the Board or membership that may require formal legal advice, the parliamentarian shall seek advice from a qualified attorney.

Hospitality Room Chairman: The President shall appoint, subject to Board approval, an individual to serve with the Treasurer as Chairman of the Hospitality Room Committee. The President and Hospitality Chairman are responsible for (a) signing hotel contracts; (b) providing meeting space; (c) reservations; (d) room blocks; (e) activities; and (f) refreshments as needed.

The Hospitality Chairman shall be responsible for maintaining a hospitable atmosphere, the control of the bar facilities, and other refreshments that may be provided. The Hospitality Chair may request a donation from all entering the hospitality room to offset costs of providing the refreshments. Those paying will be noted on the sign in sheet.

Only Senators in good standing, their significant other, other family members, or guests that may be approved by the Hospitality Chairman/Committee, may enter or have access to the benefits of the hospitality room. The Hospitality Chair may request a donation from all entering the hospitality room to offset costs of providing the refreshments. Those paying will be noted on the sign in sheet.

Freshman Senator Chairman: The President shall appoint, subject to Board approval, an individual to serve as a Freshman Senator Program Chairman; (a) the chairman shall contact new Senators; (b) provide information on the Senate via the Freshman Senator Handbook; (c) update handbook (i.e.; add new Presidents name within (30) days of election, bylaws, etc).

Scholarship Committee Chairman: The President shall appoint subject to Board approval, an individual to serve as the Scholarship Committee Chairman. The Chairman will be responsible for (a) soliciting eligible applicants; (b) forming a judging committee. The Senate Vice President will automatically be a member of the judging committee. The judging committee will make the selection of recipients of the scholarships and present to the membership for approval.

Return the Favor Program Chairman: The President shall appoint, subject to board approval, an individual to serve as the Return the Favor Program Chairman. The Return the Favor Program Chairman: (a) is responsible for submitting quarterly activity reports to the State President, and National Chairman of the Return the Favor program, (deadlines September 1, December 1, March 1, and May 1); (b) keeping track of Washington JCI Senators who are participating in the program; and (c) encouraging the Washington JCI Senators to submit their activity to the chairman.

First Timers Chairman: The President shall appoint, subject to board approval, an individual to serve as the First Timers Program Chairman. The First Timers chairman is responsible for (a) running the program at each Washington Jaycee state meeting; (b) first timers orientation; (c) presenting certificates for the participants; (d) securing sponsorship for each meeting from a Washington JCI Senate; (e) ordering the plaque; and (f) making copies of the handbook. The chairman is encouraged to make the program as fun as possible, and try to tie the theme for the weekend.

Chaplain: The President shall appoint, subject to board approval, an individual to serve as Chaplain. The Chaplain shall be responsible for the (a) invocation at each meeting; (b) assist in maintaining the State Memorial list of deceased Washington JCI Senators; (c) keeper of the Memorial bell. Serve as contact person for all issues relating to Senators in ill health, recently deceased members, and family members of Senators (sending cards and notifying the national chaplain, Etc.).

Business

All members attending Meetings of the Senate will be in good standing to vote (Dues paid through to the next April 30).

Total debate time for each main motion resolution or bylaw amendment shall be a total of 10 minutes. The total time clock will run without interruption unless ordered stopped by the chair.

End of the Bylaws and Policies **OF THE** **WASHINGTON STATE** **JUNIOR CHAMBER INTERNATIONAL (JCI)** **SENATORS, INC.** **February 20, 2010**
