

11/10/2023

# **JCI Ohio Constitution & Bylaws**

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## COPYRIGHT, TRADEMARKS, AND ALL INDICIA OF OWNERSHIP AND USE OF INTELLECTUAL PROPERTY.

The expression "Jaycees" and other trademarks, service marks **and** logos of the Jaycees are proprietary and protected by United States trademark registrations. No use of the expression "Jaycees", or any derivations thereof, or any of any other trademarks, service marks or logos of the Jaycees may be used without express consent in writing of the Executive Vice President of the United States Jaycees and JCI Ohio.

### OHIO JAYCEE WOMEN

"Let it be known that from 1969 through 1974 an auxiliary composed of Jaycee members' wives was formed specifically to further the purpose of the Jaycee organization. This auxiliary was known as the Ohio Jaycee Wives from 1969 to 1974. They operated as an extension of the Ohio Jaycees. Their first election was held in 1974 and from that time forward operated as a true auxiliary known as the Ohio Jaycee Auxiliary from 1975 through 1980 and later from 1980 through 1985 as the Ohio Jaycee Women. On February 17, 1985, it was agreed to merge both organizations the Ohio Jaycee women were officially dissolved effective July 1, 1985

## **BYLAWS OF JCI OHIO**

These Bylaws together with the Policies and the Bid and Procedure Manual, comprise the governing rules of the Corporation.

### **ARTICLE I**

#### NAME

##### **BYLAW 1.1 NAME**

This Corporation shall be known as the Ohio Junior Chamber of Commerce, Inc. dba JCI Ohio. The name Ohio Jaycees may be used as co-branding.

### **ARTICLE II**

#### PURPOSE

##### **BYLAW 2.1 PURPOSE**

This Corporation shall be a non-profit corporation, organized for such educational and charitable purposes as will promote and benefit all areas of the community including the educational segment. In addition, the purpose of this Organization is to foster the growth and development of young people so as to develop in the individual spirit of genuine Americanism and civic interest, and as a supplemental educational institution to provide them with the opportunity for personal development and achievement.

##### **BYLAW 2.2 PRINCIPLE**

This corporation shall be non-partisan, non-sectarian, and should wholly abstain from any political affiliations or endorsements of candidates for public office.

##### **BYLAW 2.3 CREED**

We believe:

That faith in God gives meaning and purpose to human life;

That the brotherhood of man transcends the sovereignty of nations;

That economic justice can best be won by free men through free enterprise;

That government should be of laws rather than of men;

That Earth's great treasure lies in human personality and

That service to humanity is the best work of life.

## **ARTICLE III**

### SEAL AND INSIGNIA

#### **BYLAW 3.1 INSIGNIA**

The Corporation shall adopt from time to time a logo, branding, insignia, or emblem in accordance with JCI USA bylaws to represent the corporation.

## **ARTICLE IV**

### RULES AND PROCEDURES

#### **BYLAW 4.1 ORDER OF BUSINESS**

The order of business for all meetings of the Corporation including the meetings of the Board of Trustees, the Board of Directors, and the Executive Committee, shall be determined by the President, subject to the approval of the majority of the voting members present. All meetings shall consist, at the minimum, of the consideration of the minutes of the previous meeting, a Treasurer's report, a Presidents report, a call for old business and a call for new business. The President shall preside at all meetings of Executive Committee and the Board of Trustees.

#### **BYLAW 4.2 PARLIAMENTARY AUTHORITY**

In the absence of specific rules, "Roberts Rules of Order Revised" shall govern the meetings of the Corporation including the Board of Trustees, the Board of Directors, and the Executive Committee.

#### **BYLAW 4.3 CONTRADICTIONS OF NATIONAL AND LOCAL BYLAWS**

This Organization shall be and hereby is affiliated with JCI USA and Junior Chamber International and is subject to the Constitution and Bylaws of each of these bodies insofar as they affect and prescribe the purposes and functions of Local Organization Members. These Bylaws shall not contain provisions contradictory to the Bylaws and Constitution of the JCI USA and Junior Chamber International. No Local Organization member shall adopt Bylaws or Constitutions that contain provisions contradictory to these Bylaws.

#### **BYLAW 4.4 TERMS**

For the purpose of these Bylaws the following terms shall have the following meanings:

"Term" in the context of term of office, it shall be a time period held by an individual as an officer position in an Ohio Jaycee period of office that shall be equal to or greater than twelve (12) months. However, appointed office holders will be considered to have served a full term if they hold their office consistently from the time of their appointment through the natural expiration of said term.

"Geographical Area" shall be the area of close proximity to the region in which the officer shall reside. The Geographical Area will be determined on a case-by-case basis by the Legal

Counsel of the Ohio Jaycees or, in the absence of Legal Counsel, the Parliamentarian shall make a final determination based on all evidence presented and the determination by Legal Counsel or Parliamentarian shall be final.

Member in good standing” shall mean an individual who is current with their membership dues and does not have any outstanding debts to the Ohio Junior Chamber and/or the JCI USA.

Semi-annual meetings of the Board of Trustees shall be referred to as the following:

- Year-End (February)
- Annual Convention (November)

## **ARTICLE V**

### MEMBERSHIP

#### BYLAW 5.1 CLASSES OF MEMBERSHIP

Membership in the Corporation shall include six (6) classes as follows:

- (a) Individual Member;
- (b) Local Chapter, including
  - i. Local Chapter
  - ii. Collegiate Chapter
  - iii. Developing Chapter
  - iv. Extensions
- (c) Honorary Member;
- (d) Life Member;
- (e) Sustaining Member;
- (f) Individual Institutional Member;

No other types or classes of membership shall be permitted within any Junior Chamber organization or affiliate.

#### BYLAW 5.2 INDIVIDUAL MEMBERS

Young persons, who are a member of a Local Chapter in good standing with the Corporation shall be considered an Individual Member of the Corporation. Such Individual Members shall be qualified by, and represented through, the Local Chapter so long as said Individual Member shall pay the dues to the Local Chapter as specified in its Bylaws, and Articles or Certificate of Incorporation.

### BYLAW 5.3 LOCAL CHAPTER

- (a) Any young persons' organization of good repute existing in any community within the State of Ohio, organized for purposes similar to and consistent with those of the Corporation, shall be eligible for affiliation as a Local Chapter.
- (b) Regular minimum chapter size is 20 members with an absolute minimum of 10 members. Chapters with at least 10 members but fewer than 20 members as of the last day of November the chapter will owe dues for 20 members. Exceptions apply for newly chartered chapters since August 31 of said year.
- (c) Applicants for affiliation as a Local Chapter shall file with the Executive Director of JCI USA upon approval from the JCI Ohio President, a written application. The application must include, but is not limited to:
  - i. Name and permanent Chapter mailing address;
  - ii. A complete roster of the applicant's membership, showing a minimum number of ten (10) Individual Members who are not presently Individual Members of the Corporation, which shall include but not be limited to:
    - 1. Name
    - 2. Mailing Address
    - 3. Home and Business Phone Number
    - 4. Birth Date
    - 5. Gender
    - 6. Email address
  - iii. A remittance covering the Charter fee of Two Hundred Fifty and No/100 Dollars (\$250.00) to JCI USA is owed at the time the charter is granted plus the new Individual Member administrative fee of Twenty Five and No/100 Dollars (\$25.00) per Charter Member. Administrative fee consists of National new Individual member fee of Fifteen Dollars (\$15.00) and State new Individual member fee of Ten Dollars (\$10.00). During the first six (6) months, such Local Chapter shall be identified as a Charter Member.
  - iv. Acceptance of terms and conditions for affiliation indicated by notarized signature of an applicant member and by notarized signature of the extending chairperson.
  - v. Approval of the applicant by the JCI Ohio President.
  - vi. A copy of the applicant's Certificate or Articles of Incorporation and/or Bylaws or other rules for the conduct of its business which shall not contain provisions contradictory to these Bylaws or the Articles or Certificate of Incorporation or Bylaws of its State Organization and which must include the following provisions:
    - 1. A clause expressly stating that the Local Chapter shall be, and is hereby affiliated, with JCI Ohio, JCI USA, and JCI and is subject to the Certificate or Articles of Incorporation and Bylaws of each of these bodies insofar as they affect and prescribe the purposes and functions of Local Chapters.

2. A clause expressly stating that the annual election of officers and directors shall take place between September 1 and November 30 each year and that such officers and directors shall take office no later than January 1 of the following calendar year.
  3. A clause, or clauses, expressly limiting eligibility for membership in the Local Chapter to individuals who are within certain specified age limits. Said age limits shall be set by the Local Chapter consistent with the age limits set by JCI Ohio. In no event shall said age limits be less restrictive than a limit restricting membership to those individuals who are at least eighteen (18) and no more than forty (40) years of age.
- (d) Institutional Local Chapters are those Local Chapters that exist:
- i. In a facility in which persons are confined for penal or correctional reasons after trial and conviction of a criminal offense; or
  - ii. In a program the majority of whose members are regularly engaged in a mental health rehabilitative program or confined for medical reasons; or,
  - iii. Other type of facility or program defined by the U.S. Census Bureau as “Institutional”.
  - iv. No maximum age restriction for members applies due to the limitations of the chapter.
- (e) In order to qualify as a Collegiate Chapter, the Certificate or Articles of Incorporation and/or Bylaws or other rules for the conduct of the business of the Local Chapter submitted by said Local Chapter must contain, in addition to the requirements stated above, a clause, or clauses, expressly limiting eligibility for membership in the Local Chapter to individuals who are currently enrolled as students, or are currently employed by one or more specifically listed post-secondary educational facility or institution. In the alternative, the Local Chapter may provide written documentation that said Local Chapter is a student organization that is officially recognized and/or officially sanctioned by a post-secondary educational facility or institution.
- (f) Extension Chapters are chapters not previously chartered with JCI Ohio. All extension applications must contain a minimum of ten (10) individual members. Applications must be submitted as described in Bylaw 5.3.(b). to the JCI Ohio President for approval as to form, region assignment, and submission to JCI USA. The legal counsel of JCI Ohio shall review all extension applications as to the constitution and bylaw provisions, and may recommend to the President any changes in said constitution and bylaws as may be in conflict with state or national bylaws.
- (g) The Bylaws, Constitution or Articles of Incorporation of a Local Chapter shall not be inconsistent with the provisions of JCI USA and/or JCI Ohio Bylaws, nor shall a Local Chapter amend its Bylaws, Articles or Certificate of Incorporation in such manner as to be inconsistent with the provisions these Bylaws. Any Local Chapter in violation of the foregoing may be subject to revocation of its Charter by JCI USA.

- (h) Local Chapters shall, at all times, maintain a Charter from JCI USA, if one exists, within whose geographic boundaries it is located. Failure to comply with this Bylaw shall result in the immediate revocation of such Local Chapter's Charter.
- (i) The official roster of Individual Members of a Local Chapter shall be that roster maintained by JCI USA.
- (j) For the avoidance of doubt, all persons associated with the Local Chapter who are within the permitted age range referenced in Bylaw 5.3(b)(vi)(3) ("Eligible Persons") shall be considered Individual Members for the purposes of calculating monies owed by the Local Chapter to JCI USA and JCI Ohio, regardless of the amount of dues collected from such Eligible Person; and further, any attempt by a Local Chapter to classify Eligible Persons as "non-Jaycee" members (or similar schemes) shall be void, and may subject such Local Chapter to sanctions, including but not limited to: (i) requiring such Local Chapter to make payment to JCI USA in an amount equal to three (3) times the amount that would have been owed for each Eligible Person for each year not properly disclosed, and (ii) revocation of the charter of such Local Chapter.

#### BYLAW 5.4 LIFE MEMBERS

- (a) Past Presidents of JCI Ohio who have faithfully fulfilled the duties of their office shall be granted life membership and may hold an appointed position in this Corporation.
- (b) A deserving member who has demonstrated an ongoing commitment to JCI Ohio may be granted a Life Membership upon payment of a Five Hundred Dollar (\$500) application fee (\$100 which shall be non-refundable) and an application sponsored by a member of the executive committee.
- (c) Life memberships shall have all rights and privileges of individual members subject to the limitations above. However, this section shall not give life members who do not meet the minimum age requirement the right to hold office or vote.
- (d) Life Members may make motions or seconds, but may not vote at meetings of JCI Ohio, unless otherwise eligible.

#### BYLAW 5.5 HONORARY MEMBERS

- (a) Honorary Membership may be conferred, upon recommendation of the Executive Committee, on any person or persons by a two-thirds (2/3) vote of the Trustees at any regular meeting.
- (b) Honorary members may not hold office except in honorary capacity, or vote in this Corporation.

#### BYLAW 5.6 SUSTAINING MEMBERS

- (a) Any reputable individual or entity desiring to assist financially in extending the purposes and function of the Corporation shall be eligible for affiliation as a Sustaining Member.

- (b) Sustaining Members shall not be entitled to any of the rights and privileges of membership.

#### BYLAW 5.7 INDIVIDUAL INSTITUTIONAL MEMBER

An Individual Institutional Member shall be a young person who meets the requirements of Bylaw 5.2 and a member of an Institutional local chapter as defined in Bylaw 5.3.c.

#### BYLAW 5.8 TERMINATION

- (a) The membership of any Local Chapter shall be terminated upon the termination of its membership in the JCI USA and/or Junior Chamber International (JCI).
- (b) The Executive Committee upon showing of good cause may recommend to the Board of Trustees termination of any membership of the Corporation. Thirty (30) days written notice must be given to the party to be terminated and the Board of Trustees of the proposed termination. Upon a hearing, the Board of Trustees may terminate a membership by a two-thirds (2/3) vote of those voting.
- (c) At such time as a Local Chapter has its charter revoked by the JCI USA, the President of this Corporation shall appoint a person as trustee of the assets of the Local Chapter or Provisional Local Chapter, who shall first pay the legal debts of the Local Chapter or Provisional Local Chapter and then apply the remaining balance, if any, to the benefit of the State's general fund.
- (d) The Executive Committee upon a showing of good cause may recommend to the Board of Trustees the termination of any Individual Member of the Corporation. Thirty (30) days written notice must be given to the party to be terminated and the Board of Trustees of the proposed termination. Upon a hearing at which both sides shall be given the right to present their evidence, the Board of Trustees may terminate a member by two thirds (2/3) vote of those voting.

#### BYLAW 5.9 AGE FOR MEMBERSHIP/OFFICE

- (a) If any Individual Member shall exceed the applicable maximum age limit after the Individual Member's anniversary date, such member shall be deemed an Individual Member until said Member's next anniversary date.
- (b) Effective after December 31, 2022: Individual Members of the Corporation, who shall not have reached forty (40) years of age on or before the commencement of the term of office, shall be eligible to hold office in the Corporation, State Organization or Local Chapter provided, however, that other requirements for office are also met. The Chairman of the Board of the Corporation shall be able to serve even if they have attained the age of forty (40) on or before the commencement of their term of office.

## BYLAW 5.10 MEMBER RECOGNITION

- (a) At any time, the current JCI Ohio Executive Committee may initiate proceedings for recognition of current or past JCI Ohio Officers sponsored by JCI Ohio.
- (b) Such recognition may include, but is not limited to, JCI Ohio Statesman, JCI USA Ambassadorship, and JCI Senatorship.
- (c) Proceedings shall include a review of member positions, awards, and accomplishments. Special attention shall be given to state activities and positions.
- (d) Complete member history shall be presented to Board of Directors along with recognition considered for sponsorship.
- (e) If the recognition is being offered to a current JCI Ohio officer, meeting may be called without their knowledge.
- (f) The proposed recognition will be voted upon by the Executive Committee and will be granted upon an affirmative vote of no less than 75% of all voting members.

## ARTICLE VI

### AMOUNT AND PAYMENT

#### BYLAW 6.1 AMOUNT AND PAYMENT

- (a) Each Local Member of the Corporation shall pay dues to JCI USA as follows:
  - i. All Regular and Individual Members shall pay the national dues and/or fees as established by JCI USA. These dues shall be paid annually. Effective January 1, 2018 the dues payable by each member to JCI Ohio shall be as follows:
    - a. Regular dues are \$55.00 which includes JCI dues of \$13, JCI USA dues of \$25, and JCI Ohio dues of \$17.
    - b. There will be a grace period of 30 days from date of renewal which occurs annually on the date membership into the organization was accepted and payment of dues were received. After the grace period a member will be discharged from the organization in accordance with BYLAW 6.2
    - c. New members of the organization shall pay an additional \$5 administrative fee making new member dues \$60.00.
  - ii. All Regular Individual Members shall pay JCI dues and/or fees as established by the Junior Chamber International.
  - iii. JCI USA dues for Collegiate and Institutional Members are reduced to \$15 per annum.
  - iv. Collegiate Chapter Individual Member dues of \$38 consisting of \$13 JCI dues, \$15 JCI USA dues, and \$10 JCI Ohio dues shall be paid annually.
  - v. All Institutional Members are not recognized by JCI and are not subject to those dues.

- vi. New Institutional Chapter Individual Member dues are \$30 consisting of \$15 JCI USA dues and \$15 JCI Ohio dues.
  - vii. Renewing Institutional Chapter Individual Member dues are \$28 consisting of \$15 JCI USA dues and \$13 JCI Ohio dues and shall be paid annually.
  - viii. Above dues to be effective for each Individual Member on the anniversary date of his or her joining the Local Chapter.
  - ix. There shall be no fewer than 10 members for chapter membership; however, if a chapter has below 20 members as of the last day of November for which it shall be obligated to report membership to JCI USA, said chapter shall owe dues for 20 members. Fees assessed for the difference between actual membership on the last day of November and the 20-member minimum will be invoiced in January of the following year. These fees may be applied towards dues for new members of said chapter through the end of the year of the invoice. Any chapter below 20 members on the last day of November, except newly chartered chapters since August 31 of said year, who does not pay dues to JCI USA for 20 members will have its members automatically designated as “at large” members of JCI Ohio.
  - x. JCI Ohio shall extend no credit to any Local Chapter or Individual Member for payment of dues or purchase of any JCI Ohio sales items, except by way of approved bank credit card or in accordance with such credit policy as may be established by the Executive Committee.
  - xi. Annual dues shall be collected by JCI USA.
  - xii. Direct pay of an Individual Member’s dues is now mandated JCI USA.
- (b) Each Local Chapter shall pay the National, State and International (JCI) dues provided for in Section A of this Article above, for each Regular Individual Member of such Local Organization. Upon failure of any Local Chapter to pay any dues required by this paragraph, said Local Chapter shall not be entitled to vote at any meeting of this Corporation until such default in the payment of dues is cured by payment.
- (c) All amounts to be paid pursuant to this article shall be paid by the date specified. In addition to all other amounts to be paid by the Local Chapter, the Local Chapter shall reimburse the Corporation for any fees, charges or interest incurred by the Corporation resulting from the failure of a Local Chapter to pay any amounts to the Corporation at the time specified. For the purpose of this paragraph, a fee or charge will be considered to have been “incurred” if such penalty would have been incurred if the Corporation had not, from its own funds, paid the amount which was to have been paid by the delinquent Local Chapter.

## BYLAW 6.2 DELINQUENCY

Any individual member of a Local Chapter who has been dropped from the roster of the JCI USA for non-payment of dues shall be dropped from membership in this Corporation and services shall be suspended.

## BYLAWS 6.3 UNITED STATES JUNIOR CHAMBER / JCI USA

Each Individual Member of a Local Chapter in the State of Ohio shall be an Individual Member of the United States Junior Chamber also known as JCI USA. In accordance with the Bylaws and Policy Manual and declaration of external policy of the JCI USA, dues are to be paid as part of the regular JCI USA.

## BYLAW 6.4 REIMBURSEMENT OF REGION DIRECTOR EXPENSES

- (a) A line item for Region Director expenses will be included on the yearly budget.
- (b) Amount will be set yearly based on number of members, chapters, and regions by President and Treasurer with approval from the Executive Committee.
- (c) Amount shall be no less than \$100 and no more than \$300.
- (d) To receive reimbursement Region Directors shall complete the following steps:
  - i. Complete an expense report form to be supplied by the Treasurer, attaching all receipts no later than Dec. 15<sup>th</sup> annually.
  - ii. President and/or Administrative Vice President will review expense report and performance of officer to approve reimbursement.

## ARTICLE VII

### OFFICERS

## BYLAW 7.1 NAME

- (a) The elected officers of the Corporation shall be a President, Deputy State President, up to two (2) Vice Presidents, and one (1) Region Director from each region.
- (b) The appointed officers of the Corporation who shall be appointed by the President shall be a Treasurer, Legal Counsel, Chaplain, State Secretary, Training Director, Executive Assistant to the President, Parliamentarian, Presidential Adviser, Communications Director, Chief of Staff, Institutional Director, and State Committee Chairmen and shall be approved by a majority vote of the Executive Committee.
- (c) Chairman of the Board shall be an officer of this Corporation and a past President of this State.
- (d) All officers, elected and appointed, shall be Individual Members of this Corporation who are in good standing (except those positions specially noted in the below qualifications) in Article VII Bylaw 7.3 (h), (i), (j), (k)
- (e) The duties and powers of the offices of the Corporation shall be such as are by general usage indicated by the title of the respective office, except as may otherwise be specified herein, and as a matter of policy and procedure.

## BYLAW 7.2 TERM

- (a) All officers shall hold office for a term of one (1) JCI Ohio administrative year. Treasurer shall hold office for a term of two (2) JCI Ohio administrative years. No officer of the Corporation may be elected to the same office more than three (3) consecutive terms.
- (b) National Year End Convention- The delegation representing this Corporation at the National Year End Convention of JCI USA shall be under the chairmanship of the previous year's administration, but any business activities shall be under the direction of the current State Administration.
- (c) Annual Business Meeting- Notwithstanding the above term office, the delegation representing this Corporation at the Annual Business Meeting of the JCI USA of each year will be under the chairmanship of the current State President and Executive Committee.

## BY LAWS 7.3 QUALIFICATIONS FOR ELECTED AND APPOINTED OFFICERS

- (a) All candidates for election in this Corporation shall be members in good standing in their own Local Chapter and in this Corporation and shall not have reached their fortieth (40th) birthday prior to the beginning of JCI Ohio Administrative year for which they are to take office. The Local Chapter in which said candidates hold membership must be in good standing in the Corporation. A member of the Ohio Jaycees may hold an elected office in their local chapter and in the state organization concurrently. This is with the exception of the individual elected to the office of JCI Ohio President, they may not hold a local office during their elected term as JCI Ohio President except the Chairman of the Board.
- (b) In the event that there are no eligible candidates for President at the close of the deadlines set for nominated candidates as set forth in Article XII, Bylaw 12.3 then the Board may waive said deadlines and up to two (2) qualifications for said office as set forth in Article VII, Bylaw 7.3(e). Notwithstanding the same, the qualification set forth in Article VII, Bylaw 7.3(e)(v) may not be waived.
- (c) Candidates for the office of Region Director shall be a member of a Local Chapter in good standing within the region for which he/she seeks office and shall meet the following qualifications:
  - i. Must have served as a Local Organization President for one (1) term or served on his/her local board of directors for two (2) terms.
  - ii. Must have attained 3<sup>rd</sup> degree or higher.
  - iii. Must live in the geographical area of his/her region. The Region Director must resign if he/she moves from the geographical area of his/her region.
- (d) Candidates for the office of Vice President shall be a member of a Local Chapter in good standing and shall meet the following qualifications:
  - i. Must meet the minimum requirements for Region Director under Bylaw 7.3(c).
  - ii. Must have completed one term as a Region Director.
  - iii. Must have attained 4<sup>th</sup> Degree Jaycee or higher.

(e) Candidates for the office of Deputy State President must be a member of a Local Chapter in good standing and must meet the following qualifications:

- i. Must have been a member of JCI Ohio for three (3) years before election.
- ii. Must have been a President of the Local Chapter for one (1) term or served on their local board of directors for three (3) terms.
- iii. Must have been a Region Director or Vice President in Ohio for one (1) term.
- iv. Must live within the State of Ohio.
- v. Must have served one (1) full term on JCI Ohio Executive Committee in one of the prior two (2) years to the election year.
- vi. Must have attained 6<sup>th</sup> Degree Jaycee or higher.

(f) Candidates for the office of President must be a member of a Local Chapter in good standing and must meet the following qualifications:

- i. Must have been a member of JCI Ohio for three (3) years before election.
- ii. Must have been a President of the Local Chapter for one (1) term or served on their local board of directors for three (3) terms.
- iii. Must have been a Region Director in Ohio for one (1) term.
- iv. Must have been a Vice President and/or Deputy State President of Ohio for one (1) term.
- v. Must live within the State of Ohio.
- vi. Must have served two (2) full terms on JCI Ohio Executive Committee in two (2) of the prior three (3) years to the election year.
- vii. Must have attained 7<sup>th</sup> Degree Jaycee or higher.
- viii. Past state presidents are considered to have met all the above qualifications.

(g) Treasurer

Shall hold a minimum of one of the following:

- i. An Associate's degree in accounting, business, or finance.
- ii. Be a certified public accountant.
- iii. Work in the accounting or business field for a minimum of three (3) years.

(h) Chair of Finance (in lieu of Treasurer)

- i. An Associate's degree in accounting, business, or finance.
- ii. Be a certified public accountant.
- iii. Work in the accounting or business field for a minimum of three (3) years.
- iv. May be an aged out, past member of JCI Ohio.

(i) Legal Counsel

- i. Shall be an attorney-at-law admitted to practice law in the State of Ohio.

- ii. May be an aged out, past member of JCI Ohio.
- (j) National Primary
- i. Should be one of the following:
    - a. Past State President or member
    - b. Member for at least 5 years, attended at least 1 National Meeting, and served on the JCI Ohio Executive Committee.
    - c. May be an aged out, past member of JCI Ohio
- (k) Presidential Advisor
- i. Preferably a past state or senate president
  - ii. May be an aged out, past member of JCI Ohio
- (l) Chairman of the Board
- i. Will be the immediate Past State President
  - ii. In the event the immediate Past State President is unable for any reason or waives the responsibility of Chairman of the Board it may be offered to another past President of JCI Ohio or a past Ohio JCI Senate President.
  - iii. May be an aged out, past member of JCI Ohio.

#### BYLAW 7.4 REMOVAL OF OFFICERS

- (a) Elected officers
- i. Upon the recommendation of the President or by two-thirds (2/3) of the Executive Committee that any officer of this Corporation should be removed from office for good cause, the State Secretary shall send written notice by certified mail to the officer recommended for removal at that officer's last known address. After twenty-one (21) days from the date of that mailing, the Executive Committee by a two thirds (2/3) vote of those voting, may vote to remove that officer of the Corporation from office for good cause shown. The officer to be removed shall be given an opportunity to state his or her case prior to the vote.
  - ii. Any Local Chapter in good standing may initiate a recall of the President or Programming Vice President or Administrative Vice President by submitting to the State Secretary a petition signed by thirty-three percent (33%) of the Presidents of the Local Chapters in good standing. Upon certification of such petition by the State Secretary that the petitioners are Presidents of such required number of Local Chapters in good standing, the State Secretary shall advise all Local Chapters thereof by first class mail, at least ten (10) days prior to the next regularly scheduled meeting of the Trustees of the Corporation. To vote upon the recall petition, there must be a majority of Local Chapters in good standing present at the meeting. Upon an affirmative vote of two-thirds (2/3) of the Local Chapters in good standing of this Corporation, recall shall be mandatory and the office shall be declared vacant. For the purposes of recall each Local Chapter shall have one (1) vote.

- iii. Any Local Chapter in good standing within a Region may initiate a recall of their elected Region Director by submitting to the State Secretary a petition signed by one-half (1/2) of the Presidents of the Local Chapters in good standing within the respective Region. Removal procedures will be as outlined in (i) above.

(b) Appointed officers

- i. The Executive Committee by a majority vote of those voting may remove or replace any appointed officer.

#### BYLAW 7.5 AUTOMATIC CONSIDERATION, ELECTED OR APPOINTED

In the event any officer of this Corporation is absent from two (2) meetings- Executive, Board of Directors, Board of Trustees - he/she must be excused by the President. If the absences are unexcused then the State Secretary must place the question of removal of such officer on the agenda of the Executive Committee meeting following the Two (2) missed meetings subject to notice provisions of Bylaw 7.4(a)i.

#### BYLAW 7.6 DUTIES OF ELECTED AND APPOINTED OFFICERS

- (a) All officers shall submit year-end reports and recommendations in writing to the President at the year-end or if another deadline is proposed by the President

(b) President

- i. The President shall preside at all meetings of the Executive Committee and the Board of Trustees.
- ii. Except as hereinafter provided, the President shall be an ex- officio member of all regular and special committees.
- iii. The President shall, subject to the approval of the Executive Committee, appoint such committees as maybe necessary to carry on the activities of the Corporation
- iv. The President shall be responsible for the affairs of the Corporation as its Chief Executive Officer, and with the assistance of the Executive Committee and the Board of Directors, shall execute and administer the policies of the Corporation as established by the Board of Trustees.
- v. The President shall terminate his/hers year's activities with a written annual report and recommendations. This report shall be submitted to the Board of Trustees at the February Year-End Meeting.
- vi. The President shall attend all Institute, National Board of Directors meetings and National Meetings in person. If unable to attend an eligible proxy shall be appointed to attend in their place.
- vii. The President shall propose an annual budget of the Corporation with the aid of the current/past Treasurer or Chair of Finance (COF).

(c) Deputy State President

- i. The Deputy State President shall assist the State President in maintaining the liaison between the Local Chapters, the Corporation and JCI USA.

- ii. Except as hereinafter provided, the Deputy State President shall be an ex- officio member of all regular and special committees.
- iii. The Deputy State President shall be a member of the Executive Committee, Board of Directors and Board of Trustees, and shall attend all meetings thereof. Reports, in writing, of the activities of the Deputy State President shall be submitted to the President and the Executive Committee as may be required by the President JCI Ohio.
- iv. The Deputy State President shall attend, LOTS, SOTS, Mid-Year Retreat, Mid-America Institute, and JCI USA Annual Meeting unless excused by the President.
- v. The Deputy State President is responsible for assisting the Region Directors in any and all extensions.
- vi. The Deputy State President will have at minimum a semiannual staff meeting with the Region Directors.
- vii. And all other duties assigned by the President.

(d) Vice Presidents

- i. Each Vice President shall be responsible for the operations pursuant to the National Programming requirements to which they are elected or appointed.
- ii. Each Vice President shall be responsible for the operations of the various State Committees assigned to him/her by the president and shall be and ex- officio member of all committees for which he/she is responsible.
- iii. The Vice Presidents shall serve as members of the Executive Committee, Board of Directors and Board of Trustees and shall attend all meetings thereof. Reports, in writing, of the activities of the Vice President shall be submitted to the President and the Executive Committee as may be required by the President of JCI Ohio.
- iv. The Vice Presidents shall attend LOTS, SOTS, Mid-Year Retreat and Mid-America Institute, unless excused by the President.
- v. And all other duties as assigned by the President

(e) Region/Institutional Directors

- i. Each Region/Institutional Director shall be a member of the Executive Committee, Board of Directors, and the Board of Trustees and shall attend all meetings thereof including; LOTS, SOTS, and Mid-Year Retreat unless excused by the President. Reports, in writing, of the activities of the Region Director in each Region shall be submitted to the Administrative Vice President and President.
- ii. Each Region Director shall hold at least one (1) meeting in each half of the year One (1) of the two meetings may be virtual in nature via video or audio conference.
- iii. Each Region Director must visit each Chapter at least once each half of the year and contact each chapter a minimum of one (1) time a month by phone, postcard, email or newsletter.
- iv. Each Region/Institutional Director shall promote membership within his/her Region.

- v. Each Region/Institutional Director will participate on any and all extensions within his/her Region.
- vi. Each Region/Institutional Director shall prepare and deliver by the first of the month, a monthly membership report on assigned Chapters for the President.
- vii. Each Region Director must participate in the JCI USA Civic Leadership Certification.
- viii. Each Region Director shall hold a fall meeting for the purpose of election of Region Director and for the presentation of candidates for statewide office.
- ix. The Institutional Director shall contact each chapter one (1) time per month by phone, postcard, email, or newsletter and visit one (1) time per year, or as the correctional facility will allow annually.

(f) Chairman of the Board

- i. The Immediate Past President of the Corporation shall serve as the Chairman of the Board. The provisions of Article 5 notwithstanding the Chairman of the Board may serve even if he/she has attained the age of forty (40).
- ii. The Chairman of the Board or acting Chairman of the Board shall be a member of the Executive Committee, Board of Directors and Board of Trustees. The Chairman of the Board shall be the presiding officer at all meetings of the Board of Directors.
- iii. The Chairman of the Board shall be available at all times for advice and counsel to the Corporation. In the event that the President is unable to attend a meeting that he/she would preside over, the Chairman of the Board shall preside over such meeting.
- iv. The Chairman of the Board may serve as chair of the Nominations and Elections committee.
- v. The Chairman of the Board may be requested by the President to perform special assignments from time to time.
- vi. In the event that the Immediate Past President cannot serve as Chairman of the Board, the President shall appoint an Acting Chairman of the Board with the approval of the Executive Committee. Such acting Chairman of the Board shall have served as President of the Corporation and shall be a member in good standing. Acting Chairman of the Board shall have all the powers and duties of the Chairman of the Board.

(g) Treasurer/ Chair of Finance (COF)

- i. The Treasurer/COF shall supervise all financial activities of the Corporation and is responsible for the maintenance of all the books of the Corporation in accordance with recognized accounting procedures. He/she shall establish the annual budget of the corporation with the aid of the President of JCI Ohio and Past Treasurer and subject to the approval of the Executive Committee at the first official meeting.
- ii. The Treasurer/COF shall see that all dues and other monies due to the Corporation are collected and properly accounted for. This principle shall apply to all accounts of this Corporation, including committees.

- iii. The Treasurer/COF shall submit a monthly financial report, in writing, to the Executive Committee, as well as a semiannual report to the Board of Directors and Board of Trustees, including, but not limited to, a balance sheet, statement of income and expenses, a list of dues receivables, and a report on all special accounts of the Corporation.
- iv. The Treasurer/COF shall prepare or have prepared all Federal tax returns by the appropriate due date of the return.
- v. The Treasurer/COF shall submit an annual review report of the Corporation no later than the date specified by the JCI USA Civic Leadership Certification (CLC) guidelines.
- vi. And all other duties assigned by the President.
- vii. The Treasurer/COF shall be a member of the Executive Committee, Board of Directors and Board of Trustees and shall serve a three (3) year term on the Finance Committee.

(h) Legal Counsel

- i. The Legal Counsel shall attend to and advise upon all legal matters affecting or coming before the Corporation. In addition to his/her legal duties and other duties assigned to him/her by the President, he/she shall serve as Parliamentarian of the Corporation, the Board of Trustees, and Board of Directors, and the Executive Committee as well as any other related bodies of the Corporation, and shall be the final authority for interpretation of Ohio Bylaws.
- ii. The Legal Counsel shall be a member of the Executive Committee (non-voting), Board of Directors, Board of Trustees, and shall serve as Chairman of the Nominations and Elections committee.
- iii. The Legal Counsel may serve as Parliamentarian and chair of Nominations and Elections Committee.

(i) Secretary

- i. The State Secretary shall maintain and keep minutes of all meetings of the Executive Committee, the Board of Directors, and the Board of Trustees, and one set of such minutes shall be maintained electronically with access for the Executive Committee.
- ii. The State Secretary shall be a member of the Executive Committee, Board of Directors and the Board of Trustees.
- iii. The State Secretary shall perform such other administrative duties as assigned by the President.
- iv. The State Secretary shall be responsible for administering the Bid Procedure Manual.

(j) Chaplain

- i. The Chaplain shall attend to and advise upon all spiritual matters affecting or coming before the Corporation, as assigned to him/her by the President. He/she

shall serve as a Chaplain for the Board of Directors (non- voting) and the Board of Trustees.

(k) Executive Assistant to the President

- i. The Executive Assistant to the President shall coordinate the President's scheduling calendar and travel calendar, and perform any other duties assigned by the President.
- ii. Serve as a non-voting member of the Executive Committee and Board of Directors.

(l) Training Director

- i. The Training Director shall coordinate all trainings forums as determined by the President and Executive Committee, including but not limited to, Local Officer's Training and Mid-Year Retreat.
- ii. Serve as a non-voting member of the Executive Committee and Board of Directors.

(m) Chief of Staff

- i. The Chief of Staff shall perform any and all duties assigned by the President
- ii. Serve as a nonvoting member of the Executive committee and Board of Directors.

(n) Parliamentarian

- i. The Parliamentarian shall ensure that meetings are conducted in accordance to the Bylaws of the Organization. The rules contained in the current edition of "Roberts Rules of Order Newly Revised" shall govern the Organization and all cases to which they are applicable, and in which they are not inconsistent with these Bylaws and any special rules of order the organization may adopt.
- ii. Serve as a non-voting member of the Executive Committee and Board of Directors.

(o) Communications Director

- i. The Communications Director shall oversee all media for the Organization. This shall include, but is not limited to, the website, public service announcements and the newsletter.
- ii. Serve as a non-voting member of the Executive Committee and Board of Directors.

(p) Program Managers - Vice Presidential Appointments

- i. All Program Managers shall report to the respective Programming Vice Presidents
- ii. All Program Managers shall serve on the staff of the Vice President that they are assigned to.
- iii. All Program Managers are appointed/removed by the Programming Vice Presidents with the approval of the Executive Committee.
- iv. Program Managers shall promote the programs that are being promoted in their programming areas and must conduct at least one training session relating to their program area at one Local meeting region meeting per quarter. Program Managers shall adhere to all competition guidelines as set by National Corporation policies.

- v. Program managers shall submit monthly reports, quarterly updates, yearly planning guides, and year end books to their respective Programming Vice President.
- vi. Program Managers may not hold more than one Program Manager position at any one time.

(q) National Primary

- i. The National Primary shall be liaison and point of reference for JCI USA positions, elections, or any other national issue.
- ii. The National Primary attends the Mid-America Institute, and JCI USA meetings with the President.
- iii. The National Primary assists members interested in moving up in the National or International organization.

(r) Presidential Advisor

- i. The Presidential Advisor shall provide advice and counsel to the President.
- ii. The Presidential Advisor shall be a point of contact for any Executive Committee member who have issues with the President.
- iii. Other duties assigned by the President.

#### BYLAW 7.7 VACANCIES

- (a) In the event of a vacancy in the office of Region Director, Administrative Vice President, or Programming Vice President, then a successor shall be appointed by the President of the Ohio Jaycees, subject to majority approval of the Executive Committee within thirty (30) days.
- (b) In the event of a vacancy in the office a President, the Executive Committee shall appoint a successor from among the Executive Committee. All other appointed officers shall retain their position unless removed by the Executive Committee for just cause. In the event of a vacancy lasting less than sixty (60) days, the Chairman of the Board will fulfill the duties and obligations of the President.
- (c) Qualifications for each office per Article VII, Bylaw 7.3 may be waived by the Executive Committee if a successor must be appointed by the President or Executive Committee.
- (d) A member or members so elected shall take office immediately upon their election and shall serve the unexpired term of their predecessor.
- (e) In the event of a vacancy in any appointed officer position, then a successor shall be appointed by the President of JCI Ohio subject to majority approval of the Executive Committee within thirty (30) days.

## ARTICLE VIII

### EXECUTIVE COMMITTEE

#### BYLAW 8.1 MEMBERS

- (a) There shall be an Executive Committee which shall be comprised of the following members:
- i. President
  - ii. Deputy State President
  - iii. The Chairman of the Board
  - iv. The Vice Presidents
  - v. The Region Directors
  - vi. Institutional Director
  - vii. The State Secretary
  - viii. The Treasurer
  - ix. The Legal Counsel (non-voting)
  - x. The Parliamentarian (non-voting)
  - xi. The Executive Assistant to the President (non-voting)
  - xii. The Chief of Staff (non-voting)
  - xiii. The Training Director (non-voting)
  - xiv. The Presidential Adviser (non-voting)
  - xv. The Communications Director (non-voting)
  - xvi. The Chair of Finance (non-voting)
  - xvii. The National Primary (non-voting)

#### BYLAW 8.2 MEETINGS

- (a) The Executive Committee shall hold regular meetings every month at such times and places as it shall determine.
- (b) Executive Committee meetings may be held via a conference call at the President's discretion; however, at least one Executive Committee meeting **MUST** be in person and shall not be held on the same dates as any All-State or Convention.
- (c) Documentation that must be kept by the State Secretary for all Executive Committee meetings held via conference call is as follows:
- i. Roll call of attendance will include each member stating the phone number they are calling from and this number will be logged on the roll call by the State Secretary.

- ii. List of all phone numbers called into a conference call will be put with and compared to the roll call of attendance list. (Attendance list is to be printed from the conference system being used).
  - iii. At the next in-person Executive Committee meeting, each member present on the conference call will sign the roll call attendance sheet to verify their attendance.
- (d) During all executive committee meetings held via conference call, all votes MUST be taken by roll call and recorded in the minutes with the voting Executive Committee members name and how they cast their vote.
- (e) Special or Emergency meetings of the Executive Committee may be called by the President or upon call by a simple majority of the Executive Committee provided, however, that ten (10) day notice in writing shall be sent to each member of the Executive Committee setting forth the time, place, and purpose of any special meeting. If the special or emergency meeting will be held via teleconference only seventy-two (72) hour notice shall be required. Special meetings so called shall be confined to the items of business specified in the notice concerning the special meeting.
- (f) A quorum of the Executive Committee shall consist of a majority of its voting members.
- (g) The monthly meeting of the Executive Committee can only be suspended upon unanimous vote of said committee.

#### BYLAW 8.3 POWERS AND DUTIES

- (a) The Executive Committee shall conduct the business of JCI Ohio and make recommendations to the Board of Directors and/or Board of Trustees of the Corporation.
- (b) It shall be the responsibility of the outgoing Executive Committee to recommend the ensuing year's program for the Ohio Jaycees subject to review by the Board of Trustees.

### ARTICLE IX

#### BOARD OF DIRECTORS

#### BYLAW 9.1 MEMBERS

- (a) There shall be a Board of Directors which shall be comprised of the following members
  - i. President
  - ii. Deputy State President
  - iii. Chairman of the Board
  - iv. Vice Presidents
  - v. Region Directors

- vi. Institutional Director
- vii. State Secretary
- viii. Treasurer
- ix. Legal Counsel (non-voting)
- x. Parliamentarian (non-voting)
- xi. Executive Assistant to the President (non-voting)
- xii. Chief of Staff (non-voting)
- xiii. Training director (non-voting)
- xiv. Presidential Adviser (non-voting)
- xv. Communications Director (non-voting)
- xvi. Chaplain (non-voting)
- xvii. The Chair of Finance (non-voting)
- xviii. The National Primary (non-voting)

(b) The non-voting members of the Executive Committee shall be non-voting members of the Board of Directors.

#### BYLAW 9.2 MEETINGS

- (a) The Board of Directors shall meet once a year in conjunction with the All-State Meeting as authorized by Bylaw 11.1(a) herein.
- (b) The Board of Directors shall also meet in conjunction with the Annual Convention and Year End as authorized by Bylaw 11.2(a) herein.
- (c) Special or Emergency meetings of the Board of Directors may be called by the President or upon a simple majority of the Board of Directors provided, however, that ten (10) day notice in writing shall be sent to each member of the Board of Directors setting forth the time, place, and purpose of any special meeting. If the Special or Emergency meeting will be held via teleconference only seventy-two (72) hour notice shall be required. Special meetings so called shall be confined to the items of business specified in the notice concerning the special meeting.
- (d) The Chairman of the Board of JCI Ohio shall be the presiding officer of the Board of Directors.

#### BYLAW 9.3 POWERS AND DUTIES

The Board of Directors shall be the approving and governing body of JCI Ohio, subject to appeal and reversal by majority of the Board of Trustees, for all matters excepting changes and Bylaws and Policy, Statement of External Policy, Statewide Projects and the Awarding of Bids and State Programs and Events.

## ARTICLE X

### BOARD OF TRUSTEES

#### BYLAW 10.1 IDENTITY

The control of the Corporation shall be vested in the Board of Trustees, which shall consist of the members of the Board of Director plus two representatives who are Individual Members in good standing as set forth by Bylaw 5.3, for each Local Chapter in good standing, which representative shall be selected by the members of the Local Chapter they represent. One of the representatives from each Local Chapter shall be the current Local President if present.

#### BYLAW 10.2 MISCELLANEOUS

- (a) A trustee under Bylaw 9.1 shall not have the right to vote at meetings of the Trustees unless such Trustee shall have paid the minimum registration fee at the All-State meeting, Year End or Annual Convention in conjunction with which such Trustee Meeting is being held.
- (b) Any paid official or employee of this Corporation or of a Local Chapter so not be eligible to serve as a Trustee.
- (c) Local Chapters shall have a minimum of two (2) voting members on the Board of Trustees in addition to any voting member serving by virtue of Bylaw 9.1 above as a Board of Director.

#### BYLAW 10.3 MEETINGS

- (a) The President shall be the presiding officer at all meetings of the Board of Trustees
- (b) The Board of Trustees shall meet twice per year in conjunction with the Year End and Annual meeting of this corporation.
- (c) The Board of Trustees shall also meet upon call of the President as such other times and places as he/she may designate or upon call of the Executive Committee by a majority vote or upon written request of one-fourth (1/4) of the Local Chapters which request shall state the purpose of such meeting. The time and place of such Special Meetings shall be in writing and shall be determined by the President. Notice of such Special Meetings shall be in writing and shall be mailed to each Local Chapter at least ten (10) and not more than thirty (30) days prior to the date of such meeting. Such notice shall include the date, time, place and purpose of such meeting. All business conducted at such Special Meetings shall be limited to the purpose set forth in the notice of each meeting.
- (d) A quorum shall consist of delegates representing one-fourth (1/4) of the Local Organization Members in good standing.
- (e) Institutional Chapters shall not be included in determining quorum as they would not be able to be present at any meeting of the Organization.

- (f) The Board of Trustees shall be the governing body for changes in Bylaws and Policies, the approval of statements of External Policy, Statewide Projects and the awarding of all bids for State Programs and events designated in the Bid Procedure Manual as events which are to be approved by the Board of Trustees and with the exception of statewide Ways and Means projects.
- (g) The Board of Trustees may reverse the action of the Executive Committee and/or Board of Directors upon any matter whatsoever by majority vote of the Trustees present and voting on any such matter subject to the provisions of Bylaw 8.3.

#### BYLAW 10.4 EXTERNAL POLICY

##### (a) Definition

External policy shall mean any statement or resolutions which purports to be and/or represents the official position or expresses the opinion of JCI Ohio on any public question, matter of issue, which is of interest or importance to the people of the State of Ohio, United States, or the world.

##### (b) Procedure

- i. A statement of external policy of JCI Ohio maybe proposed only by a Local Chapter. Such a proposal must be made to the Executive Committee in writing, not less than fifteen (15) days prior to a meeting of said Committee.
- ii. If the Executive Committee approves such proposed statement, they shall cause the proposed statement to be submitted with reasonable dispatch to the Presidents and State Directors of all Local Organization Members at least thirty (30) days prior to the meeting of the Board of Trustees at which said proposed statement will be submitted for approval.
- iii. If the Executive Committee disapproves such proposed statement or takes no action thereon, the sponsoring Local Chapters may then submit its proposal to all Local Chapters not less than thirty (30) days prior to the meeting of the Board of Trustees at which such Local Chapters intends to submit such proposed statement for approval. Such notice to Local Chapters should include a statement of action taken by the Executive Committee.
- iv. The proposed statement of external policy may then be adopted by a two-thirds (2/3) majority affirmative vote of the accredited Trustees voting.
- v. Following steps one (i) and two (ii) of this Section B, the Executive Committee may, by a majority vote of those voting, declare a statement or external policy an emergency. After such declaration of an emergency, the Executive Committee shall cause a written notice containing the proposed statement of external policy to be mailed to all Local Chapters requesting that the Local Chapters endorse the proposed statement of external policy and notify the Executive Committee within forty-five (45) days of the action taken by the Local Chapters. Provided that at least thirty percent (30%) of the Local Chapters responding endorse the statement of external policy, the statement shall be deemed adopted.

## ARTICLE XI

### MEETINGS AND CONVENTIONS

#### BYLAW 11.1 MID-YEAR RETREAT

- (a) The organization shall meet once per year, preferably in July or August to be known as the Mid-Year Retreat.
- (b) The exact dates and place of such Retreat shall be recommended by the Executive Committee for the approval of the Board of Trustees. Notice of the time and place of the retreat shall be emailed to each Local Chapter not later than thirty (30) days preceding the meeting.
- (c) The cost will be set by the Executive Committee once the specifics of the retreat is established.
- (d) Members attending the retreat shall conduct themselves in a manner so as not to bring discredit to JCI Ohio endanger the safety of any person, or cause damage to any property. Any Jaycee that there is cause to believe has committed the foregoing, shall come before the Executive Committee of JCI Ohio for hearing. If after the evidence is presented, the Member is found to have willfully committed any of the said offenses his or her Chapter shall be responsible for all expenses incurred. The State President may offer up to a Five Hundred Dollar (\$500.00) reward for information leading to the apprehension of person or persons responsible for acts of vandalism or the commission of any other offense which may be criminal under local or state laws in any state event. JCI Ohio will provide the reward money with appropriate sanctions against the violating member's Chapter. Furthermore, all offenders will be subject to prosecution under applicable local and state laws and subject to the maximum fines and imprisonment possible including but not limited to 2917.32 and 2929.21 of the Ohio Revised Code.

#### BYLAW 11.2 CONVENTION/YEAR END

- (a) The membership of this Corporation for the Annual Convention shall meet annually in November. The membership of this Corporation for the Year End shall meet annually in February.
- (b) Notice of the time and place of said Annual Convention and Year End shall be emailed to each Local Chapter at least sixty (60) days preceding said Convention/Year End.
- (c) A Special Convention may be called by the Executive Committee. The call for a Special Convention must be by majority vote of said Executive Committee and be in writing, signed by the Executive Committee members so voting and filed in the Chapter Service Center. Notice of such Special Convention shall be in writing and mailed to each Local Chapter at least thirty (30) days prior to the date of such Convention. Such notice shall include the date, time, place and purpose of such.
- (d) The Chapter/Chapters which is to be the host of the next State Convention/Year End shall submit to the Executive Committee a program and budget covering the entire Convention on before the Annual Convention previous to the Annual Convention/Year

End being hosted. Set program and budget must have the approval of the Executive Committee.

- (e) The host shall submit to the Executive Committee a detailed report of all receipts and expenses incidental to holding the State Convention/Year End. The registration fee shall be Ten Dollars (\$10.00) for each person. The registration shall be distributed as follows.
  - i. Registration
    - a. \$5.50 to host
    - b. \$4.50 to JCI Ohio

### BYLAW 11.3 OFFICERS TRAINING SCHOOL

There shall be a Local Officers' Training School held in the month of January and State Officers' Training School held in December preceding the start of their year.

## ARTICLE XII

### NOMINATIONS AND ELECTIONS

#### BYLAW 12.1 COMMITTEE STRUCTURE

- (a) At the May Executive Committee meeting the President shall appoint a Nominations and Elections Committee subject to the approval of the Executive Committee to supervise the election of the President and Vice Presidents of the Corporation, which committee shall be comprised of one (1) member from each region. No member of the Board of Directors holding elective office and no person who or is or becomes a candidate for elected office and no person who is a member of a Local Member Organization of which a candidate for elective office is also a member, may serve on the Nominations and Elections Committee. All members of a Nominations and Elections Committee must be an individual member.
- (b) The President shall endeavor to secure persons from Local Chapters from different Giessenbier classifications who do not have a candidate for election. Once the committee is established, there shall be no change in committee person except if: (1) a committee member resigns or (2) a member of the committee becomes a candidate for the office of President or Vice President in any of which cases he/she will immediately be ineligible to serve on the committee. Replacement shall be appointed by the Chairman, subject to the approval of the President.
- (c) The Legal Counsel or the Parliamentarian of JCI Ohio shall serve as the Chairman of the Nominations and Elections Committee unless he/she becomes a candidate for President or Vice President of the Corporation. If these positions are vacant or if they are unable to serve as a committee chair, a past State President may serve as chairman. Fifty percent (50%) of the members of the Nominations and Elections Committee that was approved and is in attendance at any meeting of the committee call by the chairman shall constitute a quorum.

- (d) The President and Legal Counsel of this Corporation shall not actively engage in campaigning for any State Officer candidate at the Annual Convention, except and his/her own behalf in the seeking of a state office.

## BYLAW 12.2 DUTIES

- (a) The duties of the Nominations and Elections Committee shall include:
- i. To recommend to the Annual Convention the names of all qualified candidates for all elective offices after first determining the eligibility of each candidate in accordance with the State Constitution and Bylaws.
  - ii. Formulate, publish, interpret and enforce the rules and regulations governing the conduct of election campaigns and procedures. Subject rules and regulations are to be approved by the Executive Committee at their June meeting. It shall be deemed a violation of the election rules and regulations if any candidate or persons or associations working in any candidate's behalf defaces walls surfaces or causes any damage to public property in the promotion of his/her candidacy.
  - iii. Prepare, distribute, and maintain all nominations and budget forms of candidates for state offices. Subject forms to be approved by the Executive Committee at their July meeting.
  - iv. Thoroughly examine the statements of campaign income and expenses including samples of campaign materials of each candidate and certify that all rules of campaign expenses have been met.
  - v. Maintain convenient headquarters throughout the Annual Convention where all written information in regard to nominees shall be on file and available for inspection by an official delegate.
  - vi. Penalized, by loss of votes and any and all elections (as deemed appropriate by the committee) any delegation whose Individual Members violate published rules of conduct.
  - vii. Disqualify any candidate, after first consulting the President and Legal Counsel, who violates published rules or who knowingly allows his/her Local Chapter to violate them. Any candidate disqualified may appeal to the official delegation of the Local Chapters assembled in the Convention.

### (b) Definitions

- i. The word "person" means any natural individual, male or female.
- ii. The word "association" means any firm, corporation or group of individuals.
- iii. The word "candidate" means any person vying for election to any office of JCI Ohio.

## BYLAW 12.3 NOTICE

- (a) The State Secretary shall notify all Local Chapters at least sixty (60) days prior to the Annual Convention of all Bylaws and Policies pertaining to the nomination and election of state officers. If the current State Secretary is a candidate for the office of Vice

President or President, this duty shall be performed by the Nominations and Elections Committee.

- (b) A Local Chapter may nominate a candidate for state office by filing the prescribed Nomination Form with the Chairman of the Nominations and Elections Committee by letter postmarked no later than twenty-one (21) days prior to the opening of the Annual Convention. The Nominations Committee can accept corrections in forms until 12:00 midnight on Friday immediately preceding the annual election of the officers.
- (c) The Nomination and Elections Committee will consider and recommend for election only those candidates who are thus nominated.

#### BYLAW 12.4 EXPENDITURES OF CANDIDATES FOR STATE OFFICE

- (a) Definition: The word “expenditure” means any gift, loan, sale, transfer or other disbursement or promise of money or anything of value, directly or indirectly, to promote, aid, or participate in the election or defeat of any candidate or to engage in political propaganda in connection with any election.
- (b) Limits on Expenditures: The following limitations on campaign spending and materials are placed upon candidates for state office. The Nominations and Elections Committee shall enforce them.
  - i. Candidates for President
    - a. Shall not spend more than Five Thousand Dollars (\$5000.00) on all campaign expenditures with the following exclusions: the candidate’s room cost; the room rental cost of the candidates hospitality suite, and fuel costs.
    - b. Shall have no more than one (1) banner to be placed in the convention arena at a location, and not exceed the size, to be prescribed by the Nominations and Elections Committee;
    - c. Hospitality areas in locations prescribed by the Nominations and Elections Committee.
    - d. Suite for campaign headquarters.
  - ii. Candidates for Deputy State President
    - a. Shall not spend more than Three Thousand Dollars (\$3000.00) on all campaign expenditures with the following exclusions: the candidate’s room cost; the room rental cost of the candidates hospitality suite, and fuel costs.
    - b. Shall have no more than one (1) banner to be placed in the convention arena at a location, and not exceed the size, to be prescribed by the Nominations and Elections Committee;
    - c. Hospitality areas in locations prescribed by the Nominations and Elections Committee.
    - d. Suite for campaign headquarters.
  - iii. Candidates for Vice President:
    - a. Shall not spend more than Fifteen Hundred Dollars (\$1500.00) on all campaign expenditures with the following exclusions: the candidate’s

- room cost; the room rental cost of the candidates hospitality suite, and fuel costs.
  - b. Should have no more than one (1) banner to be placed in the convention arena at a location, and not to exceed the size, to be prescribed by the Nominations and Elections Committee;
  - c. Hospitality areas and locations prescribed by the Nominations and Elections Committee.
  - d. Suite for campaign headquarters.
- iv. Campaign expenses for seeking the offices of Region Director shall not exceed:
- a. Region Director - \$500.00

#### **BYLAW 12.5 CAUCUSES**

- (a) There shall be Region Caucuses for each Region regulated by the Nominations and Elections Committee the Saturday of the Annual Convention. The Region caucuses shall be conducted by the Region Director.
- (b) No candidate for an elective state office may appear at any caucus for the purpose of furthering his/her election between three (3:00) and seven (7:00) AM any morning at the Annual Convention; except in his/her own campaign headquarters.
- (c) No candidate shall be scheduled to appear at any caucus for the purpose of furthering his/her election until such time as his/her candidacy has been approved by the Nominations and Elections Committee.

### **ARTICLE XIII**

#### **VOTING**

#### **BYLAW 13.1 CREDENTIALS COMMITTEE**

- (a) There shall be a credentials committee of one (1) member from each region, who shall be appointed by the President, subject to approval by Executive Committee at the August Executive Committee meeting immediately prior to the opening of the Annual Convention. The Treasurer shall serve as Chairman of this committee unless he/she is a candidate for State Office; in which case the President shall appoint the Chairman with approval of the Executive Committee. The Membership of the Committee shall be comprised of at least one (1) member from each Region. No more than one (1) committee member shall be selected from any one Local Chapter. In the event that any member of this committee is unable to serve for any reason; the Chairman, subject to approval by the President, shall appoint a replacement.
- (b) Function
  - i. The Committee shall staff a registration area to certify delegates of the Local Organization Members and to verify the correct number of votes that each Local Organization Member may cast during the election. It shall be open from 8 PM to 10 PM on Friday and 9 AM to 11 AM on Saturday or such other hours as our approved by the Executive Committee.

- ii. The Executive Committee shall certify delegates for each Local Chapter equal to that Local Chapter's verified vote count, plus one alternative from the Local Chapters in good standing and registered for the State Convention. Certification will be available only to members listed on the State's record as regular members of Local Chapters in good standing. Proof of identification in the form of valid picture identification deemed to be acceptable by the credentials committee will be required in certifying delegates and alternates.
- iii. Appropriate name badges, color-coded, will be given to delegates and alternates.
- iv. Representatives on the Committee shall not certify delegates or alternates from their own region.
- v. A copy of the official register of delegates will be provided to the State Secretary and will be available to each candidate by 12:00 PM Saturday afternoon of the election.
- vi. A Local Chapter may replace any of its delegates or its alternate up to the close of the delegate registration on Saturday. After that time, no Local Chapter may change its delegates or its alternate.
- vii. Cases of contested delegations may be appealed in writing to the Credentials Committee only within the two (2) hours immediately following the closing of the delegate registration. The Committee shall rule on any such appeal prior to the start of the voting for state offices. The decision of the Committee on all such appeals shall be final.
- viii. If a Local Chapter contest the vote count provided to the Committee, the Local Organization Member may appeal that vote count to the State Secretary unless the State Secretary is a candidate for state office. In that case the appeal shall be made to the Chairman of Nominations and Elections Committee. All such appeals shall be reviewed by the Executive Committee and shall be ruled upon prior to the start of the voting for the state offices. Any such appeal must be made in writing prior to the close of delegate registration on Saturday. All decisions of the Nominations and Elections Committee shall be final.
- ix. This section shall only apply in the event that there is a contested race for any elected office.

## BYLAW 13.2 BALLOTING

- (a) Voting procedure: The State Secretary will call the roll in a random order. All voting for the offices of Vice President, Deputy State President, and President shall be by secret ballot on Saturday afternoon. Votes for each office shall be cast by delegate(s) or alternate(s) of the Local Chapter previously certified by the Credentials Committee who shall, before receiving their ballot, present (again) a valid picture identification, deemed to be acceptable by the Credentials Committee, up to said Members maximum number of allowable votes pursuant by these Bylaws.
  - i. If the State Secretary is a candidate for office, then the Chairman of the Board will call the roll.

- (b) Delegates of any Local Chapter may split votes, but no fractional votes will be counted. In no case shall a Local Chapter cast more votes than it is entitled to. Each delegate shall be entitled to one vote for each officer to be elected.
- (c) To be elected, a candidate for President, Deputy State President, or Vice President must receive a majority of the total votes cast.
- (d) In all balloting, a Local Chapter will not be permitted to change its vote once it has been cast. An incorrect or erroneous ballot cast by a Local Chapter may not be corrected after the ballot is cast as described above.
- (e) The vote of any delegate or alternate may only be challenged before the vote is cast. Each candidate for office shall be entitled to have one observer at each polling place designated by the Nominations and Elections Committee. If any observer or any Ohio Jaycee member challenges the right to vote on any delegate or alternate, the said challenge shall be heard immediately by the Nominations and Elections Committee. The Nominations and Elections Committee shall rule as to the validity of the challenge.
- (f) In the event a candidate and/or candidates are unopposed for an election said candidate(s) shall be deemed elected by a vote of acclamation without the need of a written ballot.
- (g) If there is no candidate with a majority vote after the first ballot then the top two (2) vote getters in the respective race(s) from the first ballot will be listed on a second (2<sup>nd</sup>) ballot which will be cast in the same manner as the first; with the winner(s) declared elected. In case of a tie or lack of a majority where required, subsequent ballots will be cast until a winner is determined. Winners will be announced only after all offices have been determined.

### BYLAW 13.3 NOMINATIONS

After the Nominations and Elections Committee has recommended all qualified candidates for the particular office, the candidates must be placed in nomination by a Local Chapter of the Corporation. In the event a contest exists, the nominating speeches will be allowed as follows:

- President- five (5) minutes
- Deputy State President – five (5) minutes
- State Vice President- four (4) minutes
- Seconding for all candidates shall be from the floor.

### BYLAW 13.4 ABSENTEE BALLOT

An absentee ballot maybe cast only under the following conditions:

- (a) Absentee ballot may only be used by institutional Local Chapters or Local Chapters that are within an institution, the members of which are prevented, either because of legal or health reasons, from attending the Annual Election.

- (b) An absentee ballot for the annual election must be written and signed by the president of the Local Chapter empowered to cast a vote. The absentee ballot will designate the Local Chapter's primary choice of candidates. The absentee ballot may also: (a) list secondary choice of candidates for election or (b) appoint a person in attendance as their proxy to cast their vote if their primary candidates have been disqualified or have withdrawn.
- (c) The absentee ballot for the election must be received by Legal Counsel or Parliamentarian five (5) days prior to the annual election. Legal Counsel or Parliamentarian shall deliver the unopened absentee ballots to the Nominations and Elections Committee for verification on the morning of the elections.

#### BYLAW 13.5 STRENGTH AT ANNUAL CONVENTION AND GENERAL MEETINGS OF THE CORPORATION

- (a) At the Annual Convention and at any special convention of the Corporation, each Local Chapter in good standing shall be entitled to the number of representatives and votes as indicated in the following schedule, provided that no Local Chapter shall be entitled to cast more votes than the number of delegates present at the time of casting such votes. Number of votes allowed will be based on the number of members in good standing from each Chapter in the quarter immediately prior to the vote.
  - 10 to 19 members a Chapter= one vote
  - 20 to 25 members a Chapter= two votes
  - 26 to 50 members a Chapter= three votes
  - 51 to 75 members a Chapter= four votes
  - 76 to 100 members a Chapter= five votes
  - 101 to 150 members a Chapter=six votes
  - Above 151 each 50 members will be equal to one (1) additional vote.
- (b) The number of voting delegates shall be determined by the number of Individual Members for which the Local Chapter shall have paid dues at the time which a particular convention is held, or in the event the dues are not yet payable, then upon the number of Individual Members for which dues were last paid. The Treasurer shall send an advance notice to delinquent Local Chapters at least 10 days prior to the convention day of the amount of delinquency.
- (c) If there is conclusive evidence that a Local Chapter illegally certified a delegate or delegates regarding voting for voting purposes a penalty shall be invoked as follows:
  - i. The entire vote for any such delegation shall be lost for the ballots during the Convention.
- (d) Each individual member may only cast one vote.
- (e) Individuals with dual membership in Local Chapters must cast their vote ONLY with the Chapter they registered with through the membership database.

## BYLAW 13.6 REGIONS

- (a) Each Region Director shall be elected only by delegates from the Local Chapters within the Region he/she represents. The election shall be held at the fall Region Meeting to be held not less than ten (10) days nor more than sixty (60) days prior to the Annual Convention. Each Local Chapter shall be entitled to cast the number of votes for a candidate in the manner provided for in Bylaw 13.5. Each Local Chapter shall have the number of votes provided for in Bylaw 13.5(a) with a minimum for any Local Chapter of three (3), notwithstanding the provisions of Bylaw 13.5(a) provided, however, that there are delegates and/or alternates present for each vote cast. A quorum will consist of not less than one (1) delegate from Fifty percent (50%) of the Chapters within the Region. The vote shall be taken by secret ballot and the candidate receiving the majority of the votes cast shall be declared elected.
- (b) There shall be Region Nominations and Elections Committee appointed by the current Region Director (or Directors in the case that revised region boundaries crossed more than one existing Region) thirty (30) days prior to the region election. This committee shall be composed of the Region Director or Directors for the Region and two (2) members within the boundaries of the Region for which a new Committee shall cause to be mailed ten (10) days prior to the elections the necessary nomination papers and rules of conduct. No candidate for Region Director may spend nor accept donations of goods valued in excess of a total of Five Hundred Dollars (\$500.00) in his/her campaign for Region Director excluding travel expenses of the candidate.

## ARTICLE XIV

### STATE COMMITTEES AND CHAIRMAN

## BYLAW 14.1 COMMITTEES

- (a) State committees may be established from time to time by the President or by a Vice President with the approval of the Executive Committee. Such committees exist until the 31st day of December immediately following the committee's creation or such later date as specified by the Executive Committee, provided that such committee's existence is continued beyond December 31, then the Executive Committee whose term commences on the following January 1st may terminate such committee
- (b) Each state committee shall discharge such duties as are delegated to it by the President, Vice President to whom said committee is responsible, and/or Executive Committee and shall report annually (prior to the State Convention) or more frequently if requested to the President, Executive Vice President and Vice President to whom said committee is responsible.
- (c) The committee shall make an annual report through its Chairman to the office to which it is assigned. A copy of such report shall be filed in the Chapter Service Center.

## BYLAW 14.2 CHAIRMEN

- (a) The President shall, or the Vice President designated as the officer to whom a committee is responsible, shall, with the consent of the Executive Committee, designate the individual or individuals to serve as the Chairman or Co-Chairman of State Committees. Such individuals shall serve until the earlier of the following:
- i. December 31<sup>st</sup> following their appointment;
  - ii. A date set by the Executive Committee; or
  - iii. The individual's resignation from such chairmanship.
- (b) No Committee Chairman may without the express approval of the Executive Committee: (1) solicit funds or other assistance on behalf of JCI Ohio; (2) enter into any contact on behalf of, or otherwise obligate, JCI Ohio; or (3) assess or collect any fees with regard to the operation of any project.

## ARTICLE XV

### PERMANENT COMMISSIONS

## BYLAW 15.1 APPOINTMENT

For the purpose of providing necessary continuity in the cause of the State Projects or other projects of this Corporation extending more than one administrative year, the President is authorized to create Permanent Commissions to serve an excess of one administrative year. Such appointments shall be recommended to the Board of Directors by the Executive Committee and subject to the approval of said Board of Directors.

## ARTICLE XVI

### REGIONS

## BYLAW 16.1 PURPOSE

For the purpose of providing closer State and Local Chapter relationships, the Corporation shall sub-divide its Local Chapters into Regions per these Bylaws.

## BYLAW 16.2 ASSIGNMENT

- (a) Whenever the number of Local Chapters in a region falls below three(3) or exceeds fifteen(15) new region boundaries must be established or re-established to be approved by the Board of Trustees at the Annual Meeting of the Corporation.
- (b) Regions will be divided by boundary lines and all Local Chapters shall be assigned to their Region by their geographical boundaries.

### BY LAW 16.3 REGION MEETINGS

- (a) The Region Directors will have two (2) The fall Region meeting shall be held not less than ten (10) nor more than sixty (60) days prior to the Annual State Convention
- (b) The fall meeting shall be for the purpose of election of a new Region Director. The date and time of such meeting shall be fixed by agreement of all Region Directors and shall be reported to the August Executive Committee meeting. Thereafter changes may be made only with the approval of the State President.
- (c) All candidates for President, Administrative Vice President, and Programming Vice President shall be permitted to attend and speak for a minimum of five (5) minutes at each fall Region meeting.

### BY LAWS 16.4 VOTING STRENGTH AT REGION MEETINGS

The voting strength at region meetings shall have the number of votes provided by Bylaw 13.5(a), with a minimum for any Local Chapter of three (3) votes notwithstanding the provisions of Bylaw 13.5(a) provided, however, that there are delegates and or alternates present for each vote cast.

## ARTICLE XVII

### GIESSENBIER CLASSIFICATION

#### BYLAW 17.1 CLASSIFICATION

Local Organization Members shall be set forth in Giessenbier classification as set forth by the JCI USA.

## ARTICLE XVIII

### AMENDMENT

#### BY LAW 18.1 FIRST METHOD

At any meeting of the Corporation upon the affirmative vote of two thirds (2/3) of the accredited delegates voting, provided a copy of any proposed amendments for consideration at any such meeting, shall have been mailed together with notice of the time and place of such meeting to every Local Chapter at least twenty-one (21) days prior to the date of said meeting, these Bylaws may be amended.

#### BYLAW 18.2 SECOND METHOD

Upon the recommendation of the Executive Committee, an amendment may be submitted without notice to Local Chapters required by Bylaw 18.1 above these Bylaws may be

amended upon a three-fourths (3/4) affirmative vote of the accredited delegates present and voting at such meeting.

#### **BYLAW 18.3 THIRD METHOD**

An amendment to these Bylaws may be proposed by a Local Chapter in good standing to other Local Chapters. Two thirds (2/3) of the Local Chapters must ratify such proposed amendment by majority vote of their Local Chapters and upon certification of such action and other necessary number of Local Chapters ratifying a proposed amendment, in writing, to the State Secretary. Such proposed amendment shall become effective upon such certification, provided that no such proposed amendment shall be referred to the Local Chapters until the same shall have been approved by Legal Counsel as to form.

#### **BYLAW 18.4 FOURTH METHOD**

A Local Chapter can present a proposed amendment of the Bylaws to the Board of Trustees without the approval of the Executive Committee by submitting the proposal in writing to the President not less than thirty (30) days before the Trustee's Meeting at which the proposal will be considered. The proposal must be endorsed by one third (1/3) of the Presidents of the Local Chapters and shall be mailed together with notice of the time and place of such meeting to every Trustee at least twenty-one (21) days prior to the above mentioned Trustee's Meeting. Upon the affirmative vote of three-fourths (3/4) of the accredited Trustees voting, these Bylaws shall be amended.

### **ARTICLE XIX**

#### **HEADQUARTERS**

#### **BYLAW 19.1 HEADQUARTERS**

The principal office of this Corporation shall be in Ohio, unless a change is voted by two-thirds (2/3) affirmative vote by the Board of Trustees. The Board of Trustees, in addition, may designate such other offices from time to time.

### **ARTICLE XX**

#### **FINANCE, STRATEGIC PLANNING, AND AD-HOC COMMITTEES**

#### **BYLAW 20.1 REQUIREMENTS**

All committees and organizations affiliated with the Ohio Junior Chamber including, but not limited to, Finance, Strategic Planning, or ad-hoc committees engaged in providing services for consideration to Ohio Local Chapters or Individual Members shall be required to do the following:

- (a) The Organization or Committee's Constitution and Bylaws or Articles of Incorporation approved by the Executive Committee of JCI Ohio shall be maintained electronically and shall be available upon request to members in good standing within JCI Ohio.
- (b) Provide, upon request of the President, Executive Committee, or Board of Directors a financial statement of the organization's or committee's income and expenses and existing minutes of any meeting.

## **ARTICLE XXI**

### FINANCE

#### **BYLAW 21.1 FISCAL YEAR**

The fiscal year of this Corporation shall be the same as JCI USA.

- (a) All officers and employees handling funds for the Corporation shall be bonded in such amount as may be fixed by the Executive Committee, the expenses of such bonds to be paid by the Corporation.
- (b) Each annual budget shall, subject to the later provisions of Policy 21, allocate the amount of One Thousand Dollars (\$1000.00) to a Contingency Reserve Fund until such time as said Contingency Reserve Fund reaches a maximum of Ten Thousand Dollars (\$10,000.00), after which said fund shall be maintained at that level.
- (c) Money may be withdrawn from the Contingency Reserve Fund only with the recommendation of three- fourths (3/4) vote of the Executive Committee concurred in by two-thirds (2/3) vote of the Board of Directors voting. Emergency transfer from Contingency Reserve Fund to Operating Fund without vote if Operating Account is a negative amount. Immediately after emergency transfer an Executive Committee meeting will be called to approve temporary or permanent transfer of funds. Transferred funds are to be returned within 30 days if permanent transfer not approved by Executive Committee.
- (d) Withdrawals from the Contingency Reserve Fund shall be authorized only where the Board of Directors has been given thirty (30) days written notice of a recommendation of the Executive Committee to make a withdrawal.

#### **BYLAW 21.2 DELINQUENT ACCOUNT**

- (a) A Delinquent Account is defined as any money owed to JCI Ohio by a Local Chapter or Individual Member for more than ninety (90) days. Chapters delinquent past this 90 day period, will be subject to collections.
- (b) Any Chapter or Individual Member who has delinquent account with JCI Ohio for more than ninety (90) days shall forfeit their right to participate in any Ohio Jaycees award program in areas with the exception as stated in Bylaw 21.2(c).

- (c) Any Chapter or individual member who has a delinquent account may participate in JCI Ohio award programming if they make satisfactory arrangement to pay said delinquent account with the Treasurer and the State President.

#### **BYLAW 21.3 OHIO JAYCEES WAR CHEST**

- (a) A special account shall be maintained at a financial institution to be determined by the Executive Committee for the purposes of deposits and expenditures of the Ohio Jaycees War Chest Fund as provided for in Bylaw 11.1(c) and 11.2(e).
- (b) Expenditures shall be made from the account upon approval by a majority vote of the Executive Committee of JCI Ohio.

### **ARTICLE XXII**

#### **FINANCE COMMITTEE**

#### **BYLAW 22.1 COMPOSITION**

- (a) There shall be a Finance Committee, which shall consist of the Chairman of the Board, the President, the immediate past Treasurer or COF, the Treasurer of COF, and two (2) members of JCI Ohio appointed at large by the President. Each shall serve a term of one (1) year except for the Treasurer or COF who shall serve a three (3) year term.

#### **BYLAW 22.2 PURPOSE**

- (a) The Finance Committee shall be responsible for monitoring the finances of the Corporation, for considering and commenting on proposed financial activities of the Corporation, and for recommending proposed budgets for the Corporation.
- (b) The Finance committee shall set the annual budget and make investment recommendations to the Executive Committee.

#### **BYLAW 22.3 CHAIRPERSON**

The Finance Committee shall be chaired by the Treasurer or COF, or in the event the either is unable to serve, an appointee of the president.

#### **BYLAW 22.4 NON-VOTING MEMBERS**

There may be non-voting members which shall be assistant committee chairpersons. There shall also be one (1) non-voting committee advisor who shall have at least one (1) year committee experience or have been a past Chairperson.

#### **BYLAW 22.5 QUORUM**

A quorum shall consist of Fifty percent (50%) of the voting members.

## **ARTICLE XXIII**

### **STRATEGIC PLANNING COMMITTEE**

#### **BYLAW 23.1 COMPOSITION**

There shall be a Strategic Planning Committee, which shall consist of the Chairman of the Board, the President, and two (2) members of JCI Ohio from each Region appointed by the Region Director or Executive Committee if no Region Director, and one member appointed by the President.

#### **BYLAW 23.2 PURPOSE**

The Strategic Planning Committee shall be responsible for developing or continuing the organizations strategic plan. Strategic plan shall include a report on the organizations Strengths, Weaknesses, Opportunities, Threats, and Succession plan.

#### **BYLAW 23.3 CHAIRPERSON**

The Strategic Planning Committee shall be chaired by the Chairman of the Board or an appointee of the president.

#### **BYLAW 23.4 NON-VOTING MEMBERS**

There may be non-voting members which shall be assistant committee chairpersons. There shall also be one (1) non-voting committee advisor who shall have at least one (1) year committee experience or have been a past Chairperson.

#### **BYLAW 23.5 QUORUM**

A quorum shall consist of Fifty percent (50%) of the voting members.

# **POLICIES OF JCI OHIO**

## **POLICY SECTION 1**

NAME

### **POLICY 1.1**

The widespread use of the term JCI Ohio is to be encouraged.

## **POLICY SECTION 2**

PURPOSE

### **POLICY 2.1**

The widespread use of the following statement of purpose is to be encouraged: "To extend our best effort to develop leadership ability through participation in activities which are directed toward making our community, our country, and the world a better place in which to live, to work, and to bring up our children."

## **POLICY SECTION 3**

SEAL AND INSIGNIA

## **POLICY SECTION 4**

RULES AND PROCEDURES

### **POLICY 4.1**

Time limitations upon the floor during any Convention of the Corporation: No delegate shall speak more than 10 minutes upon one question with leave in the Convention nor longer than 20 minutes without unanimous consent.

## **POLICY SECTION 5**

### MEMBERSHIP

#### **POLICY 5.1**

It shall be the responsibility of the State Secretary to make necessary arrangements for the presentation of the outgoing President's Life Membership at the State Convention. Presentation is to be made by a past State President.

#### **POLICY 5.2 HONORARY OHIO "BUCKEYE" JAYCEE**

In addition to the honorary membership provided for in Bylaw 5.5 there shall be an honorary designation of Honorary Ohio Buckeye Jaycee which may be bestowed upon any person for his/her contribution to JCI Ohio. Said honorary designation may be awarded upon recommendation of the President, with approval of the Executive Committee. Recipients of the designation shall be entitled to such rights and privileges as are, from time to time, granted to such designation by this Corporation.

## **POLICY SECTION 6**

### DUES

## **POLICY SECTION 7**

### OFFICERS

#### **POLICY 7.1**

This Corporation shall be represented at the JCI USA Board of Directors meeting by the President. In the event the President cannot attend JCI USA Board of Directors meeting, the President may appoint an alternate. The President's alternate shall be compensated by the Corporation for reasonable expenses, to the same extent of the President, incurred in attending the JCI USA Board of Directors meeting.

#### **POLICY 7.2**

All Candidates for the JCI USA office and all applicants of the JCI USA chairmanships and appointments shall be approved by the Executive Committee.

All bids for the JCI USA events by Local Chapters shall be approved at the Executive Committee.

The Executive Committee shall approve any and all releases of mailing list or rosters of membership of this Corporation

The Executive Committee shall review all co-sponsorship annually and all offers of co-sponsorships shall be considered before an individual co-sponsorship is awarded.

## **POLICY SECTION 8**

EXECUTIVE COMMITTEE

## **POLICY SECTION 9**

BOARD OF DIRECTORS

## **POLICY SECTION 10**

BOARD OF TRUSTEES

## **POLICY SECTION 11**

MEETINGS AND CONVENTIONS

### **POLICY 11.1**

- (a) In a contested bid, the identifying number of each Region in the Corporation shall be placed in a covered receptacle and the State Secretary shall draw, one by one, from the receptacle the numbers of the Regions and thereupon the authorized representative of the Region shall announce its votes. The authorized representative of each Region, before announcing any votes, shall first have polled the Local Organization Members in his/her Region entitled to vote to determine how the votes shall be cast. All events shall be awarded on the basis of a plurality votes cast.
- (b) Selection of the sites for All-State meetings shall be made as follows:
  - i. For the February All-State/Year End at the previous February All-State Meeting/Year End.
  - ii. For the July All-State meeting at the previous All-State meeting
- (c) No merchandise article, item or project or event of any kind whatsoever shall be sold or advertised by any Local Chapter, State Officer, group or individual in the lobby of any host hotel or building during the time an All-State Meeting or Annual Meeting is in session without approval of the Executive Committee at the Executive Committee meeting prior to that All-State.
- (d) The following rules shall apply to all roll call votes of the Board of Trustees

- i. Once a Local has cast a vote through its authorized region representative, that vote shall be binding upon the Local and no subsequent change will be allowed.
- ii. In the event a Local “Passes” at the time its region is being called upon to vote, the State Secretary shall complete the calling of the regions and thereafter announce that each Local has been given an opportunity to vote. Thereafter he/she shall again call those regions containing Locals which have passed on the previous call. At that time, all Locals must vote when called upon or be deemed to have chosen to pass.
- iii. At the conclusion of the second call the ballot will automatically be declared.

#### **POLICY 11.2**

Selection of the site for the State Convention shall be made at the November Annual Convention twelve (12) months preceding the State Convention being considered.

### **POLICY SECTION 12**

NOMINATIONS AND ELECTIONS

### **POLICY SECTION 13**

VOTING

### **POLICY SECTION 14**

STATE COMMITTEES AND CHAIRMAN

#### **POLICY 14.1**

No State Chairman or State Committee shall assess or collect any fees without the express, prior approval of the Executive Committee.

### **POLICY SECTION 15**

PERMANENT COMMISSIONS

### **POLICY SECTION 16**

REGIONS

**POLICY 16.1**

It is expressly understood that no action may be taken at any Region meeting that shall be binding upon the Local Organization Members or conflict with these bylaws and policies.

**POLICY SECTION 17**

GIESSENBIER CLASSIFICATIONS

**POLICY SECTION 18**

AMENDMENT

**POLICY 18.1**

The policy of this Corporation may be amended upon the affirmation vote of two-thirds (2/3) of the accredited trustees present and voting at a meeting of the Board of Directors.

**Policy Section 19**

HEADQUARTERS AND EMPLOYEES

**POLICY 19.1**

The primary and only function of the state office shall be that of servicing the members of this Corporation so that they might best carry on the purposes and policies of this Corporation.

The state office shall be open every week of the year.

**POLICY SECTION 20**

CHAPTER SERVICE CENTER OPERATING COMMITTEE AND OTHER AFFILIATED COMMITTEES AND ORGANIZATIONS

**POLICY SECTION 21**

FINANCE

**POLICY 21.1 PURPOSE OF CONTINGENCY RESERVE FUND**

The Contingency Reserve Fund shall be used in the event of an emergency that would curtail the normal income of the organization.

## POLICY 21.2 INVESTMENT OF RESERVE FUNDS

- (a) The reserve fund shall be retained at a separate bank account in cash or invested on the following basis:
- i. Investment in U.S. and other governmental obligations subject to prior approval of the Executive Committee.
  - ii. Pursuant to a revocable trust agreement with a Commercial Bank and Trust Company on terms and conditions recommended by it and subject to prior approval of the Executive Committee
    - a. Any trust agreement for investment of the Reserve Funds shall be revocable pursuant to its terms upon majority vote of the Executive Committee.
  - iii. The investment committee herein above referred to shall consist of the President, Administrative Vice President, Treasurer, Chairman of the Board and Legal Counsel.
- (b) It shall be the policy of the Corporation to invest its reserve funds in long-term investments and use temporary bank loans for working capital as needed immediately prior to dues receipt. The President and Treasurer are authorized to borrow funds not exceeding twenty-five percent (25%) of the budgeted income for the year in the form of loans not exceeding ninety (90) days.

## POLICY 21.3 DEPOSITORIES

- (a) Executive Committee, at the first meeting of the fiscal year, shall adopt a resolution specifying the banks into which the Corporation shall deposit for the coming fiscal year.

## **POLICY SECTION 22**

ON-TO COMMITTEE

## **POLICY SECTION 23**

COMPENSATION OF TRAINERS AND PRESENTERS

### POLICY 23.1 JCI, JCI USA TRAINERS AND PRESENTERS

JCI Ohio compensates for travel and room and board for all trainers and presenters that are scheduled from JCI and JCI USA.

### POLICY 23.2 OUTSIDE TRAINERS

Trainers from outside JCI and JCI USA will not be compensated for travel and room and board by the JCI USA and any member of the Corporation. Outside trainers MAY be given small gifts.

Gifts must be approved by the Executive Committee and must be distributed to ALL trainers at the Convention or All-State in question.