

MISSOURI JAYCEES CONSTITUTION

ARTICLE I - NAME AND PURPOSE

Section 1: The name of this organization is the "Missouri Jaycees" in accordance with a pro forma decree of incorporation filed in the Office of the Secretary of State, State of Missouri, on March 18, 1936.

Section 2: The purpose of the organization shall be to promote and foster the growth of young person's civic organizations in the state of Missouri, to increase the efficiency and effectiveness of such organizations; to unite into federation such organizations in the state of Missouri as units of the Jaycees and to provide a means of teaching young person's civic consciousness through constructive action in community, state, nation and world to further individual growth of its members.

Section 3: This organization shall be nonpartisan, non-sectional, and non-sectarian, and shall wholly abstain from any political affiliations or endorsements of candidates for public office, provided, however, nothing contained herein shall prevent this organization from supporting or opposing public issues of state, national, and international significance.

ARTICLE II - AFFILIATION

The corporation shall be, and is affiliated with the U. S. Junior Chamber and Junior Chamber International and is subject to the constitution, bylaws, and policy of those bodies insofar as they affect and prescribe the functions of the Missouri Jaycees.

ARTICLE III - MEMBERSHIP

Section 1: Local Chapter: A local affiliate organization maintaining officers and membership of persons between the ages of 18 and 40 inclusive. Application and acceptance of any young persons or organization as chapters in the Missouri Jaycees shall have purposes consistent with those of this organization and shall belong to the U. S. Junior Chamber.

Section 2: Regular Member: A member of a local chapter in good standing within this corporation shall be considered a regular member. If a regular member reaches forty-one (41) years of age after their membership anniversary month, such member shall continue as a regular member until his or her next membership anniversary date. No person shall be permitted to hold elected office at any level within the organization if he or she reaches forty-one (41) years of age on or before the commencement of his or her term of office. The Chairperson of the Board shall be able to serve even if he or she has attained the age of forty-one (41) on or before the commencement of his or her term.

Section 3: Institutional Chapter and Institutional Member: Those local chapters and members that exist: (a) in a facility where persons are confined for penal or correctional reasons after trial and conviction of a criminal offense; or (b) in a program where the majority of their members are regularly engaged in a mental health rehabilitative program or confined for medical reasons.

Section 4: Honorary Member: Honorary membership may be conferred, upon prior recommendation of the Executive Committee, upon any person or persons by a two-thirds (2/3) vote of the accredited delegates at any statewide meeting of the organization. Honorary members may not hold office, except in honorary capacity, nor vote in the organization.

Section 5: Life Member: Past presidents of this organization who have faithfully fulfilled the duties of their office shall be granted life membership, but they shall not hold office nor vote in the organization unless otherwise qualified.

Section 6: Sustaining Member: Any individual, business, or firm desiring to assist financially in extending the purpose and programs of this organization shall be eligible for affiliation as a sustaining member. Sustaining members shall not be entitled to vote or hold office in this organization unless otherwise qualified.

Section 7: Alumni Member: Shall be an individual who has reached forty-one (41) years of age and who previously was a regular member in good standing. No Alumni Member shall be entitled at any time to hold any office or vote upon any matter of the United States Junior Chamber, this Corporation or any Local Chapter.

Section 8: All local chapters and each regular member thereof are to be affiliated with Junior Chamber

International. One hundred percent (100%) individual J.C.I. membership shall be extended to members in good standing of the U. S. Junior Chamber and the Missouri Jaycees who are not more than forty-one (41) years of age upon payment of annual dues. Dues for individual J.C.I. membership shall be paid through this corporation and shall be considered in all respects as an obligation to this corporation.

Section 9: The Executive Committee, by a three-fourths (3/4) vote, may remove the state charter of any local chapter or may terminate the membership of any individual member for good cause shown; provided, however, that such local chapter or individual member is given notice by certified mail sent to the last known chapter president or address of the individual member not less than ten (10) days prior to the date revocation or termination is to be considered and after an opportunity to be heard at such meeting of the Executive Committee.

ARTICLE IV - OFFICERS

The officers of the organization shall be President, Vice Presidents, Regional Directors, District Directors, and such other officers provided for in the bylaws.

ARTICLE V - GOVERNMENT

The government of this organization shall be vested in the President's Cabinet, Executive Committee, and the General Assembly as defined in the bylaws of this corporation. The governing body is charged with the responsibilities for the affairs, assets, and activities of the corporation.

ARTICLE VI - AMENDMENTS

Section 1: This constitution may be amended at any regular or special meeting of the organization upon the affirmative vote of three-fourths (3/4) of the accredited delegates present, provided that such amendments and notice of consideration thereof shall have been given to each chapter not less than thirty (30) days prior thereto. The notice provision herein shall not be suspended.

Section 2: The effective date of this constitution, as amended, shall be November 3, 2007.

ARTICLE VII - REGIONAL ALIGNMENT

For the purposes of administration, service, and supervision by officers of this corporation, the state shall be divided into regions as follows:

REGION 2: Adair, Audrain, Chariton, Clark, Knox, Lewis, Lincoln, Linn, Macon, Marion, Monroe, Pike, Putnam, Ralls, Randolph, Schuyler, Scotland, Shelby, Sullivan.

REGION 3: Andrew, Atchison, Bates, Buchanan, Caldwell, Carroll, Cass, Clay, Clinton, Daviess, DeKalb, Gentry, Grundy, Harrison, Holt, Jackson, Johnson, Lafayette, Livingston, Mercer, Nodaway, Platte, Ray, Worth.

REGION 5: Franklin, Jefferson, St. Charles, St. Louis City, St. Louis County, Warren.

REGION 6: Barry, Barton, Cedar, Christian, Dade, Dallas, Douglas, Greene, Henry, Hickory, Howell, Jasper, Laclede, Lawrence, McDonald, Newton, Ozark, Polk, St. Clair, Stone, Taney, Vernon, Webster, Wright.

REGION 8: Bollinger, Butler, Cape Girardeau, Carter, Dunklin, Iron, Madison, Mississippi, New Madrid, Oregon, Pemiscot, Perry, Reynolds, Ripley, Scott, Shannon, St. Francois, Ste. Genevieve, Stoddard, Washington, Wayne.

REGION 9: Benton, Boone, Callaway, Camden, Cole, Cooper, Crawford, Dent, Gasconade, Howard, Maries, Miller, Moniteau, Montgomery, Morgan, Osage, Pettis, Phelps, Pulaski, Saline, Texas.

ARTICLE VIII - BYLAWS

This corporation may from time to time make and adopt such rules and regulations known as bylaws as may be deemed necessary and proper. Nothing in said bylaws of the corporation, however, shall conflict with the

general constitution and bylaws of the U. S. Junior Chamber, Junior Chamber International or the not-for-profit status of the State of Missouri.

MISSOURI JAYCEES BYLAWS

SECTION 1 - NAME

The official name of this organization shall be the "Missouri Jaycees". The widespread use of the term "Jaycees" in either the singular or plural is to be encouraged.

SECTION 2 - INSIGNIA

The official insignia of the State Organization shall be:



The insignia of the Missouri Jaycees shall not be used commercially by any persons, firms, or corporations upon any paper, document, or article of property without prior approval by the Executive Committee.

SECTION 3 - FUNCTIONS

The functions of the organization shall include:

- A. Encouragement and aid in the development of local chapters;
- B. Promotion of the exchange of ideas and opinions and serve as a clearinghouse for project information;
- C. A regularly published state publication to be sent to all regular members;
- D. Conducting a vigorous public relations program designed to enhance the value of the name of the organization;
- E. Handling all publicity related to the activities of the state organization and its officers;
- F. Suggesting projects to the local chapters with or without recommendations and said local chapter having complete authority to, accept or reject the project as a local activity;
- G. Arranging for financially self-sustaining state meetings;
- H. Coordinating the activities of local chapters on statewide projects; and
- I. Coordinating the activities of the organization with those of the U.S. Junior Chamber and Junior Chamber International.

SECTION 4 - CREED

This organization shall subscribe to The Jaycee Creed, which is as follows:

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.

The above creed shall be recited at all statewide meetings.

SECTION 5 - AMENDMENTS TO BYLAWS

- A. Notice: These bylaws may be amended by a two-thirds (2/3) affirmative vote of the certified regular members of the General Assembly present at any regular meeting of such voters, as set out elsewhere in these bylaws, or the qualified delegates present at any regular, special, or convention meeting of the membership of the organization, provided, however, that in either event, written notice of such proposed amendment shall be mailed to each local chapter, and each member of the Executive Committee at least fifteen (15) days prior thereto.
- B. Without Notice: Upon recommendation of two-thirds (2/3) of the Executive Committee present at any meeting of the General Assembly, an amendment may be submitted, without the notice required in subsection A hereof, to the delegates and thereupon these bylaws may be amended upon two-thirds (2/3) affirmative vote of the certified delegates present.
- C. Amendment by Mail: An amendment of these bylaws may be submitted to local chapters by written initiative petition. Passage of the initiative amendment shall be accompanied by a written notice that all local chapters must register their votes within thirty (30) days after issuance of such petition. Passage of the petition must be by a majority of the valid votes cast computed on the basis of chapter voting strength, as provided elsewhere in these bylaws, and provided further that votes representing at least one-fourth (1/4) of the local chapters shall be received.
- D. Any amendment shall be initiated by a written motion or by a motion accepting a written report of a standing or appointed committee. Said motion or report, as the case may be, shall specify the section sought to be amended and contain the complete proposed wording of the section or portion thereof sought to be amended.
- E. The effective date of these bylaws, as amended, shall be November 7, 2009.

SECTION 6 - AMENDMENTS TO INTERNAL POLICY RULES

- A. The Internal Policy Rules may be amended from time to time by the Executive Committee, upon ten (10) days written notice by any member of said committee, or upon written petition of any local chapter directed to all Executive Committee members. A simple majority vote of the Executive Committee shall be required to amend the Internal Policy Rules. A two-thirds (2/3) vote of the General Assembly shall be required to rescind any such amendment of the Internal Policy Rules made by the Executive Committee.
- B. Any amendment shall be initiated by written petition or by a motion accepting a written report of a standing or appointed committee. Said motion or report, as the case may be, shall specify the section sought to be amended and contain the complete proposed wording of the section or portion thereof to be amended.

SECTION 7 - DISTRICT ALIGNMENTS

- A. Each region shall have District Directors, the maximum number of which shall be equal to the total number of local chapters in that region or assigned to that region divided by four (4). District Directors are required to serve a minimum of four (4) local chapters and a maximum of six (6) local chapters at the start of the year.
- B. Each Region Director must present to the State President, no later than January 15 of each year, the chapter assignments for each district within their region.
- C. No provision in these bylaws shall be construed as eliminating or affecting in any way districts formed among various local chapters that are now in existence, and no provision shall be construed as prohibiting any such district group that might be formed at any time.

SECTION 8 - CHANGES IN REGIONAL ALIGNMENT OF LOCAL CHAPTERS

- A. In the event a local chapter, either pending or active, shall desire a transfer from one of the geographical regions set forth in the Constitution of the Missouri Jaycees to another said region, said local chapter shall file its request with the President of the Missouri Jaycees together with a non-refundable fee deposit of fifty dollars (\$50).
- B. Upon receipt of the request for change in writing and the fee deposit, the President shall refer the request for change to the Future Directions Committee.

- C. The Future Directions Committee shall, within sixty (60) days of said request, hold a hearing at the State Service Center on the proposed change. Notice of said hearing to be given in writing at least twenty (20) days prior to the date of said hearing to the President of the local chapter desiring change and to the Regional Directors of both regions involved in the desired change.
- D. Within thirty (30) days following said hearing, the Future Directions Committee shall file its written report with the President and shall make its report known to the Executive Committee of the Missouri Jaycees and to all interested parties.
- E. At the first statewide meeting following the filing of the report recommending the allowance or denial of the proposed changes, the Future Directions Committee shall report its findings to the General Assembly for action thereon in amending the constitution.

SECTION 9 – LOCAL CHAPTER MEMBERSHIP

- A. Application for local chapter membership shall be in the form and with the requirements prescribed by the U. S. Junior Chamber and must be submitted to the President or Executive Director of this organization and must be accompanied with the required dues payment as hereinafter provided. No state fee is required.
- B. The President and Executive Director of the organization shall sign the Charter of Affiliation immediately upon acceptance of any application for local chapter membership by the U. S. Junior Chamber. The President shall notify the applicant of the acceptance of its application and the President shall immediately thereafter proceed with the necessary arrangements for presentation of the charter.
- C. Any local chapter which has not remitted dues on at least twenty (20) regular members shall be delinquent, not in good standing, subject to suspension from all services, and possible revocation of their charter by the Executive Committee and/or the U.S. Junior Chamber of Commerce.
- D. In the event a local chapter's membership in this organization is terminated for any reason, the last known officers of the local chapter shall immediately pay all of its outstanding debts with the assets then owned by the local chapter. In the event a local chapter loses its membership and has any assets remaining following the payment of all outstanding debts, the last known officers shall take all steps necessary to convey all remaining assets to the Missouri Jaycees within thirty (30) days following loss of membership and payments to bona fide creditors. In the event the last known officers fail to convey the remaining chapter assets to the Missouri Jaycees, the Executive Director shall be, and hereby is, empowered to execute any title, deed, or other document needed to effectuate said transfer of property to the Missouri Jaycees.
- E. No region shall have greater than ten percent (10%) of its local chapters as institutional chapters.
- F. An application for membership shall not be accepted where a chapter exists in the community without the approval of the existing chapter(s); provided, however, that the General Assembly may accept such application by a two-thirds (2/3) affirmative vote.

SECTION 10 - MEMBERSHIP FEES

- A. Each local chapter shall pay state membership fees of \$29.50 annually for new and renewal regular members; \$10.00 annually for new or renewal charter, collegiate and institutional members.
- B. Membership dues collection will be handled in the following manner:
 - 1. New member adds and renewals from a local chapter shall be accepted only under the following conditions:
 - a. If full payment is currently in the State Service Center;
 - b. An "open check" for membership dues is currently in the State Service Center to be deposited immediately following final close-out;
 - c. A state officer guarantees the membership with the reimbursement that they are currently owed by the state (this will be limited to the actual amount currently owed);
 - d. Membership will not be accepted from any chapter with accounts receivable from the previous period unless full payment is made or guaranteed with an open check.

2. A charge of 1 ½% interest per month (18% per annum) shall be levied on all accounts 30 days or more past due.
 3. Any local chapter with unpaid financial obligations to the state organization shall not be eligible for either individual or local chapter awards until such balance is paid in full.
- C. Honorary and Life members shall not pay membership fees of any kind. Nothing herein contained shall prohibit solicitation of voluntary contributions from any source.
- D. Reimbursement of reasonable, actual expenses incurred shall be made to the State President, and such other officers as specified in the annual budget, at a rate not to exceed the amount approved in the annual budget. Reimbursement procedures will be determined and posted by the Executive Director.

SECTION 11 - SUSPENSION OF BYLAWS

These bylaws may be suspended except for Section 5, by motion specifying what portion and for what purpose. Said motion shall require two-thirds (2/3) affirmative vote of the members of the Executive Committee or General Assembly present at said meeting for passage.

SECTION 12 - GOVERNMENT

The government of this corporation shall be vested in the following:

- A. The President's Cabinet, which shall consist of the State President, all of the Vice Presidents, Chairperson of the Board, Chief of Staff, Treasurer, Legal Counsel, and all of the Regional Directors. The President-elect and the Executive Director shall be ex-officio members without a vote.
1. The duties of the President's Cabinet shall be as follows:
 - a. Resolving business and corporate emergencies including, but not limited to, resolving or settling pending lawsuits;
 - b. Making decisions relating to civil disputes which are not yet the subject of litigation;
 - c. Handling any emergency situation relating to matters of the day-to-day operation of the organization.
 2. Meetings of the President's Cabinet may be conducted with members in attendance upon one (1) days notice, or the Cabinet members may be polled by telephone or electronic mail, in which case no notice shall be required before any action under this section can be taken. An affirmative vote of seventy-five percent (75%) of the Cabinet members shall be required in order to act under the provisions of this section. The State President will insure that a written report of any action taken, discussed or tabled will be sent to the Executive Committee for consideration.
- B. The Executive Committee, which shall consist of the President's Cabinet, all of the District Directors, State Chaplain, and any Missouri Jaycee serving on the Board of Directors of the U. S. Junior Chamber or Junior Chamber International.
1. The Executive Committee shall be an administrative body charged with carrying out the everyday affairs of the corporation. It shall meet at all statewide meetings, or as determined by the President, and shall promote the general welfare and best interests of the corporation. Ten (10) days written notice to all members is required to call a special meeting, or in lieu thereof, written waivers of notice shall be executed by the member unable to attend.
 2. A quorum of the Executive Committee shall consist of 50% plus one of the voting members. Each member of the Executive Committee shall have one vote.
 3. It shall be the purpose of the Executive Committee to aid and assist the local chapters in the development of leadership training programs in the local chapters to accomplish the following objectives:
 - a. Provide for continuity of administrations of local chapters;
 - b. Equip local officers to conduct training programs in local chapters;
 - c. Ensure full utilization of local membership by offering proper programming; and

- d. Build strong local chapters to fulfill our obligations to the community.
- 4. All members of the Executive Committee shall attend those meetings and functions as directed by the President, and shall perform those duties prescribed by the Missouri Jaycees Internal Policy Rules, as amended from time to time, or as may be specifically assigned to them by the President.
- C. The General Assembly shall consist of all certified members in attendance at any statewide meeting, including members of the Executive Committee, delegates from each local chapter and the President, who shall only vote to break a tie. No individual shall cast more than one vote per issue except for members of the Executive Committee.
 - 1. Duties and Powers: The delegates shall have full power to manage the affairs, control the assets, and direct the activities of the corporation and shall carry out all duties as set forth in the constitution, bylaws, and policy rules.
 - 2. Roll Call: The order of voting shall be first by those chapters having certified delegates in alphabetical order then Executive Committee members. When two or more bids are to be considered for the same meeting or event, votes shall be cast on a concurrent roll call.
 - 3. Each local chapter, according to its number of regular members, shall be entitled to cast votes on all issues providing they have as many delegates present as votes certified at the meeting. Voting strength shall be in accordance with Section 18 of these bylaws.

SECTION 13 - APPOINTMENT OF STANDING COMMITTEES

- A. The President shall appoint the committees outlined herein, and shall appoint such other committees as are necessary to carry out the programs of the organization. Voting members of these committees shall be regular members of the Missouri Jaycees.
 - 1. Constitution and Bylaws Committee: This committee shall consist of the Legal Counsel, Assistant Legal Counsel and one representative from each region, to be appointed by the State President, with the concurrence of the Region Director. The Executive Director shall be an ex-officio, non-voting member of this committee. The Legal Counsel shall serve as the committee chairperson.
 - 2. Elections Committee: This committee shall consist of the Legal Counsel, Assistant Legal Counsel and one representative from each region, to be appointed by the State President, with the concurrence of the Region Director. The Executive Director shall be an ex-officio, non-voting member of this committee. The Legal Counsel shall serve as the committee chairperson.
 - 3. Budget and Finance Committee: This committee shall consist of the Treasurer, Assistant Treasurer, President, President-Elect, all of the Vice Presidents, and Executive Director. The Treasurer shall serve as the committee chairperson.
 - 4. Future Directions Committee: The voting membership of the committee shall be one (1) representative from each region, to be appointed by the President with the concurrence of the Region Director. Each member of the Committee shall have served one (1) year on the Presidents Cabinet, or have a minimum of two (2) years experience as a member of the Executive Committee. The President, Executive Director, Treasurer, Legal Counsel and immediate past Chairperson of the Board shall be ex-officio, non-voting members of the Future Directions committee. The committee shall have as its presiding officer the Chairperson of the Board.
 - 5. Credentials Committee: This committee shall consist of the Treasurer, Assistant Treasurer, Executive Director and one representative from each region, to be appointed by the President, with the concurrence of the Region Director. The Executive Director shall serve as the committee chairperson.
 - 6. Personnel Committee: This committee shall consist of three people, representing a minimum of two (2) different regions, nominated by the Future Directions Committee and appointed by the President to serve a three year term. The President will appoint one person each year to this committee who shall serve a three-year term. The Chairperson of the Board shall serve as an ex-officio member of the committee and shall serve as the committee chairperson.
- B. Duties of Standing Committees:

1. Constitution and Bylaws Committee: This committee shall work with the Legal Counsel and shall make a periodic study of the constitution, bylaws, internal and external policy rules and make recommendations for amendments and revisions as needed.
2. Elections Committee: This committee shall supervise elections at statewide meetings, and shall do all things necessary to see that the elections are fair and competitive.
3. Budget and Finance Committee: This committee shall study the finances of the organization and make recommendations considered necessary for improvement to the Executive Committee.
 - a. The Budget and Finance Committee shall prepare and submit a proposed budget for operation of the organization to the General Assembly for its approval at the annual Planning Session for the next fiscal year, January 1 thru December 31.
 - b. The initial annual budget shall contain a provision for setting aside funds for a positive contingency reserve. These reserves shall be retained in cash or may be invested in whole, or in part, with the approval or direction of the Budget and Finance Committee in any federally insured bank, trust, brokerage or savings organization.
 - c. Funds may be withdrawn from the restricted funds upon two-thirds (2/3) majority vote of the Executive Committee; provided, however, that there shall be no withdrawal in excess of fifty percent (50%) from the restricted funds without the approval of the General Assembly by a two-thirds (2/3) majority vote.
 - d. The Budget and Finance Committee is charged with the responsibilities of approving in advance or at its option, ratifying the expenditure of all moneys by the Executive Director, State Treasurer and the State President, or carefully scrutinizing the finances of the organization at all times, and seeing that the limits are not infringed upon.
 - e. The Budget and Finance Committee shall not have the authority to spend more money nor shall it allow more money to be spent in any budgeted area than provided by the budgetary limits, unless it shall have first received authority from the General Assembly.
 - f. The Budget and Finance Committee shall have the power to authorize the State President and the Treasurer to obligate the organization to a reputable banking or lending institution for loans not to exceed one-fourth (1/4) of the projected dues income during the year immediately following the granting of said authority.
4. Future Directions Committee: The purpose of the Future Directions Committee shall be to make recommendations to the Executive Committee that will give scope and direction for the achievement of the goals of the Missouri Jaycees. This committee shall meet for the purpose of conducting such business at all statewide meetings. This committee shall also promote competition for the elective officers of the Missouri Jaycees and shall canvas the Missouri Jaycees to encourage the candidacy of qualified persons. One primary and one secondary representative from each region will be allowed to sit at the discussion table of the Future Directions Committee, however, each region will have only one (1) vote. The Chairperson shall break any ties. Any Missouri Jaycees regular member may sit in as a silent observer and may address the committee if they have been invited in for comment.
5. Credentials Committee: This committee shall meet at the Spring Board Meeting and again at the Fall Board Meeting, prior to the annual elections, to review the credentials of all candidates for the office of State President and State Vice President. The committee shall determine the eligibility of each candidate and report their findings to the General Assembly prior to the annual elections. This committee shall also be responsible for determining and certifying the eligibility of all delegates at each statewide meeting.
6. Personnel Committee: This committee shall provide formal job objectives and duties for the employees of the Missouri Jaycees, evaluate the salaries and benefits for the employees of the Missouri Jaycees, review status reports from the employees, and provide performance reviews to the employees on a periodic basis. This committee shall provide periodic reports regarding employee performance and concerns to the Future Directions Committee.

SECTION 14 - OFFICERS

- A. The elective officers of this organization shall be the President, Vice Presidents, Regional Directors, and District Directors.
- B. The appointed officers of this organization shall be:
 - 1. Treasurer and an Assistant Treasurer, if deemed necessary. Said appointees shall be experienced in their field.
 - 2. Chief of Staff and any assistants deemed necessary.
 - 3. Legal Counsel and an Assistant Legal Counsel, if deemed necessary. Said appointees shall be attorneys licensed to practice law in the State of Missouri.
 - 4. Chaplain.
- C. In addition to any requirements imposed by these bylaws, each elected and appointed officer shall provide proof of membership in the Missouri Jaycees and compliance with all other requirements to the Credentials Committee prior to his or her election or appointment.
- D. The immediate past president of the Missouri Jaycees shall serve as the Chairperson of the Board
- E. Executive Director - This position shall be a compensated one charged generally with responsibility for operation of the Missouri Jaycees State Service Center in Jefferson City. The State President shall review specific job qualifications and responsibilities periodically. For purpose of hiring an Executive Director, a hiring committee composed of the State President and members of the Personnel Committee shall be created.

SECTION 15 - NOMINATIONS AND ELECTION OF OFFICERS

- A. Definitions:
 - 1. A local officer, for the purpose of this section, is defined as any locally elected position.
 - 2. A state officer, for the purpose of this section, shall be defined as the State President or State Vice President.
 - 3. One year shall be defined as having served six (6) months or longer in any of the specific positions.
- B. Annual State Officer Elections:
 - 1. Supervision:
 - a. The election shall be under the supervision and direction of the Elections Committee in accordance with these bylaws.
 - b. The officers of this corporation shall perform their required duties at each election, but it shall be the responsibility of the Elections Committee to properly prepare for the election by furnishing all necessary supplies and by establishing procedures in accordance with the constitution, bylaws, internal and external policy rules of this organization.
 - 2. Eligibility of Candidates:
 - a. Each candidate for state office must notify the President in writing, of his/her intentions no later than 10:00 p.m. of the Friday night prior to the election. The letter of intent will state the candidate's name, residence, date of birth, home chapter, and length of membership in the Jaycees, as well as the office they are seeking. No candidate may officially declare his/her candidacy before the first day of the Spring Board Meeting.
 - b. The President shall present the names of all candidates who have filed to the Credentials Committee and acknowledge receipt to them no later than 10:30 p.m. on the Friday immediately preceding the election.
 - 3. Conduct of Election:
 - a. The annual election shall be held on Saturday of the Fall Board Meeting.

- b. The Credentials Committee shall submit to the delegates at the annual election one or more nominations for each office to be filled. If no candidate has filed for an office in accordance with the above specifications, then nominations may be made from the floor, provided that the nominees meet the requirements set forth in these bylaws.
 - c. Following the report of the Credentials Committee and such nominations as may be offered from the floor, the delegates assembled shall thereupon, by majority vote of the duly qualified delegates present, elect the President, and then a maximum of four (4) Vice Presidents.
4. Presentation of Candidates:
- a. Candidates for the office of President and Vice President may not be present or allowed to speak at a meeting of the delegates earlier than 1:00 p.m. on the day preceding the election, and then only if the President deems it necessary or advisable. Candidates for the above mentioned offices must be confined to their sleeping quarters from 1:00 a.m. to 6:00 a.m. the morning of elections.
 - b. The maximum amount of time allowed to place a candidate's name in nomination, seconding the nomination and for demonstration at the annual election shall be limited as follows:
 - 1) Nominating speech for:
 - (a) President - five (5) minutes
 - (b) Vice President - two (2) minutes
 - 2) Seconding speech for:
 - (a) President - three (3) minutes
 - (b) Vice President - one (1) minute
 - 3) Demonstration for a nomination for:
 - (a) President - ten (10) minutes
 - (b) Vice President - three (3) minutes
 - c. Only one (1) seconding speech for each nomination shall be permitted, unless otherwise provided by the Elections Committee.
5. Order of Election of Officers:
- a. Officers shall be elected in the following order:
 - 1) President
 - 2) Vice Presidents
- C. Regional Director Elections:
1. The local chapters of each region shall, by majority vote, elect a Regional Director at the regional meeting prior to the annual State Convention. A Regional Director candidate must be a regular member of a local chapter in that region for which Regional Directorship he or she is seeking. However, in the event a region has no candidate fifteen (15) days prior to such meeting, then a regular member of a local chapter of a region other than the region for which a Regional Director is to be elected, may become a candidate. A candidate for Regional Director must always be nominated by a local chapter from the region for which Regional Directorship he or she is a candidate.
 2. The voting of the local chapters of the regions for their respective Regional Directors shall be in accordance with the provisions as provided herein, or as otherwise directed by the Region's bylaws.
- D. District Director Elections:
1. District Directors shall be elected from regions as prescribed by these bylaws, which elections shall be held at a region meeting prior to the annual State Convention.
 2. Each District Director shall be elected by the chapters in the district in which he/she serves by chapter voting strength, or as otherwise directed by the Region's bylaws.
- E. Local Officer Elections:
1. Local officers should be elected by each chapter prior to the annual State Convention.

SECTION 16 – STATEWIDE MEETINGS AND CONVENTION

- A. The membership of this organization shall meet annually assembled upon any weekend during the month of January or February. Bids for the annual State Convention shall be in accordance with the specifications of the Host Chapter Contract. Each bid must contain specific dates for holding such convention as recorded above.
- B. Special meetings may be called by the President or by a State Vice President upon receipt of the written request of one-half (1/2) of the local chapters. Notice of all special meetings shall be sent by the Executive Director to each local chapter, at least thirty (30) days prior thereto.
- C. At all regular or special meetings of the General Assembly, a quorum shall consist of one (1) or more delegates representing no less than twenty-five percent (25%) of the local chapters, excluding Institutional Chapters.
- D. All bids to host statewide meetings shall be placed before the Executive Committee in writing one (1) year prior to that meeting. If no bids are received, the Executive Director shall solicit and receive bids to host the respective statewide meeting.

SECTION 17 - ORDER OF BUSINESS

Robert's Rules of Order shall govern the order of business at all meetings of the organization and of its General Assembly except as otherwise provided in the constitution, bylaws, or by the General Assembly.

SECTION 18 - VOTING PROCEDURES AND VOTING STRENGTH

- A. The voting at General Assembly meetings shall be under the supervision of the Elections Committee as defined in these bylaws. The Elections Committee shall be considered the final authority on all interpretations of the constitution and/or bylaws as they apply to elections.
- B. Voting shall be done by an alphabetical roll call vote of chapters and then Executive Committee members.
- C. The voting strength of each local chapter at any meeting of the General Assembly and at the elections of District or Regional Directors, shall be determined by the following:
 - 1. Two (2) votes for chapters with 20 members;
 - 2. Three (3) votes for chapters with 21 to 30 members;
 - 3. Four (4) votes for chapters with 31 to 50 members;
 - 4. Five (5) votes for chapters with 51 to 75 members;
 - 5. Six (6) votes for chapters with 76 to 100 members;
 - 6. One (1) additional vote for each twenty-five (25) members thereafter.
- D. No proxies shall be allowed, provided, however, the institutional chapters shall be entitled to cast absentee ballots. A letter signed by the President of the institutional chapter listing the candidates or issues for which the votes are being made shall constitute a sufficient absentee ballot.
- E. The Credentials Committee shall determine the maximum number of voting delegates to be allowed each local chapter as provided in the constitution and bylaws and should relay that information to the Elections Committee.
- F. No chapter or delegate from a local chapter which has unpaid financial obligations to this organization shall be entitled to participate in voting, representation, competition for awards, or any other function of the annual elections or any statewide General Assembly meetings.
- G. Each local chapter shall be entitled to cast the full amount of their delegate voting strength provided they have that number of delegates present in the room at the time the vote is cast. Any delegate not physically present when called upon to vote during the roll call shall not be called upon or permitted to cast a vote thereafter during that ballot.

- H. Voter certification will be done as determined by the Credentials Committee. If any delegate's credentials are questioned during any chapter roll call, the Credentials Committee will determine the eligibility of the delegate in question. Certified delegates shall be regular members and must show valid proof of age (i.e. driver's license, birth certificate or other valid proof of age, as determined by the Credentials Committee).
- I. A simple majority of the certified votes cast in any ballot shall be sufficient for election except as otherwise outlined in the constitution and bylaws. If a majority is not achieved on the first balloting, there shall be further balloting until a majority is reached.
- J. After completion of each round of balloting, the presiding officer shall immediately ask the assembly if any local chapter or member of the Executive Committee desires to change their vote as previously cast. The balloting shall then be closed.
- K. After the balloting has been closed, the Elections Committee shall tabulate the votes for each candidate and advise the President of its findings. The President shall announce the final results of the balloting as soon as they are available.

SECTION 19 – TERM & QUALIFICATIONS OF OFFICERS

For the purpose of this section, service as such officers for qualifications in other states shall be considered the same as service in this state.

- A. The President elected at the Fall Board Meeting shall serve as President-Elect for the term of three (3) months, beginning October 1st of the year elected, and shall serve as President for the term of one (1) year beginning January 1 of the year after being elected, or until their successor shall be duly qualified, elected and takes office.
- B. The Vice Presidents elected at the Fall Board Meeting shall serve as Vice Presidents-Elect for the term of three (3) months, beginning October 1st of the year elected, and shall serve as Vice President for the term of one (1) year beginning January 1 of the year after being elected, or until their successor shall be duly qualified, elected and takes office.
- C. No paid employee of the Missouri Jaycees shall be eligible to hold an elective office.
- D. Generally, the qualifications for office in this organization shall be as follows:
 - 1. District Directors: previously served as local chapter president or state program manager for at least six (6) months or previously served on local chapter board of directors for one term.
 - 2. Regional Director: previously served as District Director, state program manger, local chapter president, or on local board of directors for at least two (2) years.
 - 3. Vice President: previously served as an elected or appointed member of the state Executive Committee, local chapter president, or on local chapter board of directors for at least three (3) years.
 - 4. President: previously served as an elected member of the state Executive Committee and served either as local chapter president or at least three (3) years as a local chapter officer.

SECTION 20 – DUTIES AND POWERS OF OFFICERS

- A. Duties of the President:
 - 1. The President shall be the Chief Executive Officer of the organization and shall be responsible for the affairs of the organization, and with the assistance of the other officers, shall execute and administer the policies, programs and administration of the organization as established by the constitution and bylaws, internal and external policy rules, Executive Committee, and General Assembly.
 - 2. The President shall submit, at the close of his/her term, a report of his/her administration.
 - 3. The President may require officers or program managers to make regular or special reports, either written or oral, at such times as he/she may prescribe.
 - 4. Subject to the approval of the Executive Committee, he/she shall annually appoint program managers and members to the standing and special committees or subcommittees of the organization.
 - 5. The President shall be expected to attend all statewide meetings and state projects, all Executive

Committee meetings, a minimum of one regional meeting for each of the individual regions, all required meetings of the U.S. Junior Chamber, and institute meetings to which the Missouri Jaycees are affiliated. It is also encouraged, yet not required, that he/she attend the meetings of Junior Chamber International.

6. The President shall serve as the organization's representative at the U.S. Junior Chamber's Board of Directors meetings.
7. The President shall supervise the employees of the corporation and aid in the administration of the Missouri Jaycees State Service Center.
8. The President shall serve on the Board of the Missouri Jaycees Foundation as a trustee.

B. Duties of the Chairperson of the Board:

1. The Chairperson of the Board shall preside over all meetings of the Executive Committee and the General Assembly in the absence of the President. The Chairperson of the Board shall serve as President and Chief Executive Officer of the corporation in the case of vacancy in the office of President. He/she will serve until a special election is held at the next regular scheduled or specially called meeting of the General Assembly.
2. The Chairperson of the Board shall serve on the Board of the Missouri Jaycees Foundation as a trustee and on any other organization the President may designate.

C. Duties of the Vice Presidents:

1. Each Vice President shall be responsible for the assignment and implementation of such programs as assigned by the State President and supervision of all activities of his/her assigned state program managers. Each Vice President is to be present at all Executive Committee and General Assembly meetings and shall make visitations to region, district and local chapter meetings as required. He/she shall also carry out further duties as outlined by the State President. He/she shall submit a final report to the Executive Committee at the annual state convention.
2. Vice Presidents shall attend the following, unless excused: Local Officer Training School (LOTS), USJC Officer Training (i.e. JOTS, Leadership Academy, etc.), Spring Board Meeting, Mid-Year Local Officer Training School (MYLOTS), Fall Board Meeting, Planning Session, State Convention and all Executive Committee and General Assembly meetings.
3. Vice Presidents shall submit activity reports showing travel to the President as required.
4. Vice Presidents shall attend a minimum of four (4) different chapter meetings per month and verify in activity reports. Attend other chapter events as directed by the President.
5. Vice Presidents shall prepare and conduct training forums at statewide meetings as required by the President.

D. Duties of the Chief of Staff:

1. Be present at all state Executive Committee and General Assembly meetings.
2. Supervise any appointed Presidential Assistants (if applicable) and generally assist the President, being responsible for assignments at the discretion of the President.
3. Submit activity reports showing travel to the President as required.

E. Duties of the Legal Counsel:

1. The Legal Counsel shall act as parliamentarian at all Executive Committee and statewide meetings, shall be responsible for drafting and submitting proposed amendments to the constitution and bylaws, and shall act as General Counsel for this organization and perform such duties as the President may from time to time request. He/she shall act as liaison with any paid attorney as may, from time to time be employed by the Executive Committee.
2. It shall be the duty of the Legal Counsel to examine and approve all contracts affecting this organization prior to their execution. Should any officer of the organization execute a contract without

Legal Counsel's written approval as to form, the state organization shall have the right to be indemnified personally by that officer for any damages or losses sustained as a result of the execution of said contract.

F. Duties of the Treasurer:

1. The Treasurer shall periodically review the systems and procedures of the organization and submit appropriate recommendations to the President, Executive Director and the Executive Committee.
2. The Treasurer shall review the monthly financial reports, annual tax returns, audits and the recommendations of the auditor (if applicable) and shall be responsible for all other fiscal matters as assigned by the President.
3. The Treasurer shall act as an advisor to the Executive Director throughout the year and shall be kept fully and completely informed as to the financial condition and operations of the organization.

G. Duties of the Chaplain:

1. It shall be the duty of the Chaplain to open all meal functions and all meetings of the Executive Committee and General Assembly with a prayer and to close each function or meeting with a prayer when appropriate.
2. The Chaplain shall assist in the implementation of spiritual development programming and shall further be charged with assisting local chaplains in the implementation of such programs.
3. He/she shall assist the President and be responsible for assignments at the President's discretion.

H. Duties of the Regional Directors:

1. The Regional Directors shall perform the duties prescribed by the U.S. Junior Chamber and by the constitution and bylaws of this organization.
2. Each Regional Director shall be required to visit each of the chapters in their region at least once each trimester during his/her term in office.
3. All Regional Directors are required to attend the following, unless excused: Local Officer Training School (LOTS), USJC Officer Training (i.e., JOTS, Leadership Academy, etc.), Spring Board Meeting, Mid-Year Local Officer Training School (MYLOTS), Fall Board Meeting, Planning Session, State Convention and all Executive Committee and General Assembly meetings.
4. Any Regional Director who misses one General Assembly meeting and/or Executive Committee meeting without being excused by the President shall be deemed to have forfeited his/her office, and another person shall be forthwith appointed by the President to fill the remainder of the term of office, subject to approval of the Executive Committee. Written notice of such action shall be given to said Regional Director. Provided, however, that said Regional Director may, within thirty (30) days notice, petition the Executive Committee to be reinstated upon a majority vote of the members of the Executive Committee.
5. Each Regional Director shall conduct a meeting of the local chapters assigned to his/her region, at least once each six (6) months. This meeting is to be held as nearly as possible to thirty (30) days prior to the next statewide meeting. The Regional Director shall have the sole responsibility for the organization and conduct of the meeting.
6. Each Regional Director shall serve at least thirty (30) days written notice on the president of each local chapter in his/her region, the chairperson of the Elections Committee and the State President, of the date, time and place of the proposed meeting of the region at which said election is to be held.
7. Each Regional Director is required to visit at least one district meeting in each district during his/her term of office.
8. Regional Directors shall delegate the responsibilities of their assigned District Directors.
9. Any region may realign districts at any time, to be effective on the first day of the next Jaycee year, pursuant to Section 7 of these bylaws.

10. Each Regional Director shall submit an activity and expense report showing travel, mailing and telephone expenses to the Executive Director each trimester.

I. Duties of the District Directors:

1. The District Directors shall be responsible for the coordination of the programs of this organization with the activities of their assigned local chapters.
2. Each District Director shall be required to visit each of his/her assigned chapters at least once during the first sixty (60) days of his/her term of office and an additional three (3) times during the year.
3. All District Directors are required to attend the following, unless excused: Local Officer Training School (LOTS), USJC Officer Training (i.e., JOTS, Leadership Academy, etc.), Spring Board Meeting, Mid-Year Local Officer Training School (MYLOTS), Fall Board Meeting, Planning Session, State Convention and all Executive Committee and General Assembly meetings.
4. Any District Director who fails to meet the minimum requirements as set out herein, shall be deemed to have forfeited his/her office and another member shall be forthwith appointed by the President, subject to approval of the Executive Committee. Written notice of such action shall be given to said District Director.
5. District meetings should be held at least twice each year. The District Director will preside over these meetings.

J. Duties of the Executive Director:

1. The Executive Director shall perform those duties assigned and specified in his written employment contract.
2. The Executive Director is responsible for the coordination of all activities associated with hosting statewide meetings and events.

SECTION 21 – VACANCIES IN OFFICE

- A. A vacancy in the office of District Director shall be filled by appointment of the President upon the recommendation of that district's Regional Director.
- B. A vacancy in the office of Regional Director shall be filled by appointment of the President upon the recommendation of that region's District Directors.
- C. A vacancy in the office of Vice President shall be filled by appointment of the Executive Committee upon the recommendation of the President.
- D. A vacancy in the office of President shall be filled by election at the next regular scheduled meeting of the General Assembly, or sooner, at a special election meeting, at the discretion of the Executive Committee.

SECTION 22 - REMOVAL FROM OFFICE

- A. The State President may be removed as follows:
 1. Four (4) members of the Executive Committee or twelve (12) local chapters representing not less than four (4) regions may petition the Chairperson of the Board, setting forth complaints against the President and requesting a hearing of their reasons for removal. The Chairperson of the Board shall call a meeting of the Executive Committee within twenty (20) days after receipt of said petition. The Executive Committee shall conduct a hearing to determine if action is necessary. A two-thirds (2/3) affirmative vote of the entire Executive Committee will place the question of removal on the agenda of the next General Assembly meeting.
 2. A two-third (2/3) vote of the duly constituted quorum at such General Assembly meeting shall be necessary to remove the President from office.
- B. A State Vice President, Regional Director, District Director or other voting member of the Executive Committee may be removed as follows:
 1. Executive Committee is to conduct a hearing into the matter to determine if action is necessary.

2. A two-thirds (2/3) affirmative vote of the Executive Committee shall be necessary to remove a voting member of the Executive Committee, other than the President.

SECTION 23 - LOCAL ORGANIZATION BIDDING FOR STATE PROJECTS AND PROGRAMS

- A. Endorsement by this organization of bids from local chapters for state projects and programs shall be determined by a majority vote of delegates at a statewide meeting of this organization with appropriate time given to each local chapter to present their bid to the delegates.
- B. All bids by local chapters for state events or programs should be submitted on an official Host Chapter Contract form to the Executive Director prior to the Executive Committee meeting for approval not less than one (1) year prior to the scheduled meeting or project.
- C. Official bid forms will be drawn in the form of a written contract, and when the General Assembly of this organization accepts the bid of a local chapter, a contractual relationship shall be established between the state organization and the local chapter for the designated state program or project which shall be binding on the state organization and the local chapter.
- D. Provided no contract is approved one (1) year in advance of a statewide meeting, the state Executive Director shall have the power to manage such meetings. All funds in excess of expenses shall go into the organizations general fund.

SECTION 24 - LOCAL CHAPTERS BIDDING FOR NATIONAL CONVENTION SITES AND EVENTS

- A. Endorsement by the state organization of bids from local chapters for national events shall be determined by a majority vote of delegates at a statewide meeting of this organization with appropriate time given to each local chapter to present their bid to the delegates.
- B. All bids by local chapters for national events shall be submitted, in writing, to the State President of this organization not less than ten (10) days prior to the statewide meeting when said bid shall be voted on.

SECTION 25 - DELEGATION RULES FOR NATIONAL CONVENTION AND NATIONAL MEETINGS:

- A. Scope:
 1. These rules shall govern the conduct and procedures of the Missouri Jaycees delegates to the national conventions of the United States Junior Chamber and other national meetings. Nothing contained herein is intended to conflict with the constitution and bylaws of the Missouri Jaycees.
- B. Leader of the Delegation:
 1. The outgoing State President shall be in charge of the delegation. In the absence of the outgoing State President, the incoming State President shall be in charge of the delegation. In the absence of both the outgoing and incoming State President, a State Vice President or Region Director designated by the outgoing State President shall be in charge of the delegation.
 2. The recognized voting delegates to the national convention shall be determined by the members of the President's Cabinet present at the national convention.
 3. The leader of the delegation, or anyone who might be the leader as herein provided, may openly support, solicit, or campaign for candidates for national office and may take sides on national issues only when such actions are pre-approved by either a simple majority vote of the Executive Committee or the caucus delegation.
- C. Voting:
 1. The constitution and bylaws of the U.S. Junior Chamber shall control the voting procedures of the Missouri delegation.
 2. The leader of the delegation shall announce the votes as submitted to him/her at the last regular authorized caucus of the delegation present and voting on all said national matters and said candidates.
- D. Caucus:
 1. The delegates shall be bound by the decisions made during a caucus of the delegation as provided

herein.

2. A regular meeting of the caucus shall be held prior to any elections or business sessions, at a place and time designated by the leader of the delegation.
3. Special caucuses of delegation must be called by the leader of the delegation upon the request of twenty-five percent (25%) of the local chapters in attendance at the national convention.
4. If at all possible and practical, the caucuses of the delegation shall be held in a meeting room that is private and of sufficient size to accommodate all the delegates comfortably with due regard to the circumstances.
5. Before a caucus of the delegation can make any binding decisions, a quorum representing at least fifty percent (50%) of the local chapters in attendance at the national convention must be present.
6. The leader of the delegation shall preside at all caucuses of the delegation.
7. At the first caucus of the delegation, the delegation should elect a Sergeant at Arms whose first responsibility shall be to maintain order and decorum at all meetings of the delegation.
8. Except where herein provided, the delegation shall be bound by the constitution and bylaws of the Missouri Jaycees and Robert's Rules of Order.
9. All questions that are to come before the U. S. Junior Chamber annual meeting shall be brought before the caucus and on all votes taken at caucuses, all regular members who are present at the caucus shall have one vote. A vote cast on any question by the delegates shall be proportional to the vote by the caucus.
10. The delegation may take a stand on a particular national issue, and/or support a candidate for national office on a two-thirds (2/3) affirmative vote. On all other matters of business, a simple majority shall bind the delegation.
11. Regular caucuses shall be convened as outlined in these bylaws at other national meetings as necessary to properly transact business.

SECTION 26 - PLANNING

- A. The President-elect and VP-elect shall be required to have at least one planning/training meeting prior to the annual Planning Session. This meeting is for the purpose of preparing a recommended plan of action for the coming year and planning Local Officers Training School.
- B. There shall be an annual Planning Session, scheduled after the annual election of officers. The Officers-Elect will present their recommended plan of action for the coming year to the planning committees.
- C. The President-elect shall serve as chairperson or appoint a chairperson of all planning committees for the coming year and shall have the authority to appoint all co-chairpersons as necessary, with the exception of standing committees, as outlined in these bylaws.
- D. During the annual Planning Session, the President shall convene a meeting of the General Assembly solely for the purpose of approving the budget for the next fiscal year and the Planning Session reports.

SECTION 27 - GENDER NEUTRAL

The constitution, bylaws, internal and external policy rules of this organization shall be amended to be gender neutral. Any amendments to the constitution, bylaws, internal or external policy rules shall be gender neutral.