

CONSTITUTION WEST ST. LOUIS COUNTY JAYCEES, INC.

ARTICLE I - NAME

- Section 1.* The name of this organization shall be the West St. Louis County Jaycees or the West St. Louis County Junior Chamber of Commerce, with either name being interchangeable.
- Section 2.* The principal office of the organization shall be located in St. Louis County, State of Missouri, in the cities of Manchester, Ballwin, and Ellisville, Chesterfield, Wildwood, Clarkson Valley, Winchester, Town and Country, or at such other location in said county to be determined at the discretion of the President.

ARTICLE II – AFFILIATION

- Section 1.* This organization shall be and hereby is affiliated with the Region Five Jaycees, the Missouri Jaycees, the United States Junior Chamber of Commerce, Junior Chamber International, and is subject to the Constitution and Bylaws of these bodies insofar as they affect and prescribe the function of the local Jaycee/Junior Chamber chapter.

ARTICLE III - PURPOSE

- Section 1.* The purpose of this organization shall be:
- A. To provide young persons (constituting its membership) leadership development, and to instill civic consciousness to better their usefulness as citizens, and
 - B. Civic service, through the organized efforts of the young persons of the community, to promote the welfare of the community and its citizens through active, constructive projects.

ARTICLE IV - MEMBERSHIP

- Section 1.* Any person of good character is eligible for active membership in this organization with full privileges thereof.

ARTICLE V - GOVERNMENT

- Section 1.* The government of this organization shall be vested in a Board of Directors consisting of the officers, the Immediate Past President, with the number of Local Directors dictated by the size of the chapter membership. Said officers shall be President, Management Development Vice President, Community Development Vice President, Individual Development Vice President, Membership Development Vice President, Secretary, Treasurer, and State Director.
- Section 2.* The officers and directors of this organization shall be elected in the manner prescribed by the Bylaws and shall hold office for a period of one (1) year or until their successors are duly elected and charged.

ARTICLE VI - AMENDMENT

- Section 1.* This Constitution may be amended by a two-thirds (2/3) vote of the Individual Members present at any regular or special meeting, provided that notification of the proposed amendment has been provided to each member at least ten (10) days prior to the date of such meeting.

**BYLAWS
WEST ST. LOUIS COUNTY JAYCEES, INC.**

The following Bylaws have been adopted by the West St. Louis County Jaycees at its membership meeting held on October 20, 2005.

Chapter Secretary

Chapter President

Subscribed and sworn to me before this _____ day of _____, 2005.

Notary Public

My Commission Expires:

* * * * *

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- Section 2.* The principal office of the organization shall be located in St. Louis County in the State of Missouri and at this mailing address: Post Office Box 1342; Ballwin, Missouri 63022, or at such other location in said county to be determined at the discretion of the President.

ARTICLE II - AFFILIATION

- Section 1.* This organization shall be and hereby is affiliated with the Region Five Jaycees, the Missouri Jaycees, the United States Junior Chamber of Commerce, Junior Chamber International, and is subject to the Constitution, Bylaws, and Policies of these bodies insofar as they affect and prescribe the function of the local Jaycee/Junior Chamber chapter.

ARTICLE III - PURPOSE

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ARTICLE IV - MEMBERSHIP

- Section 1.* Membership in this chapter shall be limited to four classes as follows:
- A. Individual Member
 - B. Honorary Member
 - C. Alumni Member
 - D. Distinguished Member
- Section 2.* Individual Member
- Any young person of good character between the ages of eighteen (18) and forty (40), both inclusive, is eligible for Individual Membership in this organization with full privileges thereof. If any Individual Member shall arrive at the age of forty-one (41) after the beginning of the Individual Member's Anniversary Month, such member shall be deemed an Individual Member until said member's next Anniversary Month, or in the case of an Individual Member holding office, until completion of such term of office. No Individual Member shall be permitted to hold any office if said member has reached the age of forty-one (41) prior to commencement of the term of office.

- Section 3.* Honorary Member

Honorary Membership may be conferred upon by a 2/3's vote of the Board of Directors.

An Honorary Member shall have none of the obligations of membership in the chapter, but shall be entitled to all privileges except those of making motions, of voting, and of holding office, unless qualified as an Individual Member with dues paid.

Section 4. Alumni Member

Any reputable individual in excess of the age for Individual Membership, as outline by the bylaws of the United States Junior Chamber of Commerce, having been a previous member of any chapter of the Jaycees or Jaycee Wives/Women, may be eligible for affiliation as an Alumni Member.

An Alumni Member shall have none of the obligations of membership in the chapter, but shall be entitled to all privileges except those of making motions, of voting, and of holding office.

Section 5. Distinguished Member

Any reputable individual in excess of the age for Individual Membership, as outline by the bylaws of the United States Junior Chamber of Commerce.

An Distinguished Member shall have none of the obligations of membership in the chapter, but shall be entitled to all privileges except those of making motions, of voting, and of holding office.

Section 6. Any member may be expelled for adequate reason by a two-thirds (2/3) vote of the Board of Directors.

Any member proposed for expulsion must be given:

- A. Ten (10) days written notice, including the reason for the proposed expulsion;
- B. An opportunity to contest the proposed expulsion, in writing or in person, before the Board of Directors, and;
- C. Final written notice of the Board's decision.

Failure to pay dues is presumed to be adequate reason for expulsion and does not require advance notice to the member and deliberation by the Board.

ARTICLE V - DUES

Section 1. The Individual Member's Anniversary Month shall be the month in which the member's original

dues for membership are received by The United States Junior Chamber of Commerce.

Section 2. The annual dues for Individual Members of this organization shall be set by the West Saint Louis County Jaycees, Missouri Jaycees, the United States Junior Chamber of Commerce, and Junior Chamber International. The total amount payable is on the first of the Individual Member's Anniversary Month, which is on record with The United States Junior Chamber of Commerce.

Section 3. Any changes to the annual dues must be approved by a two-thirds (2/3) vote of the individuals members present at any general membership or special membership meeting.

Section 4. The annual dues for Alumni Members of this organization shall be 35% of the total amount charged to individual members rounded up to the nearest dollar. The total amount payable is on the first of January of each year.

Section 5. The annual dues for Distinguished Members of this organization shall be 35% of the total amount charged to individual members rounded up to the nearest dollar. The total amount payable is on the first of January of each year.

ARTICLE VI – GOVERNMENT

Section 1. The government of this organization shall be vested in a Board of Directors consisting of the following voting members:

- A. President
- B. Management Development Vice President
- C. Community Development Vice President
- D. Individual Development Vice President
- E. Membership Development Vice President
- F. Secretary
- G. Treasurer
- H. State Director
- I. Immediate Past President (who shall be known as Chairman of the Board)
- J. Local Directors

All members of the Board must be Individual Members of the chapter.

Section 2. Any Individual Member of the chapter who holds elective office with the Missouri Jaycees, the United States Junior Chamber of Commerce, or Junior Chamber International, shall be a member of the Board of Directors, with all rights and privileges except the right to vote.

Section 3. The Board of Directors shall have control of the property and management of the organization, subject to the will of the membership. Funds of the organization shall be withdrawn from the bank, or banks, with which they are on deposit by signature of the President, Management Development Vice President, Secretary, or Treasurer.

Section 4. The number of Local Directors elected annually to the Board shall be based on the then current number of Individual Members as follows: One (1) Director for each fifteen (15) Individual Members, or portion thereof.

Section 5. A vacancy on the Board of Directors shall be filled by appointment by the President with approval

of the Board of Directors. Said appointee shall serve until the next regular election. In the case of a vacancy in the office of President, the Management Development Vice President shall assume the duties of the office of President until the next regular Board of Directors meeting, where the office will be filled by a vote of the Board of Directors.

ARTICLE VII - ELECTIONS

- Section 1.* Not less than sixty (60) days prior to the annual election, the President shall appoint, with the approval of the Board of Directors, a Nominating Committee of not less than three (3) and not more than five (5) members.
- Section 2.* It shall be the duty of the Nominating Committee to nominate candidates for the offices to be filled at the annual election meeting in November. The nominating committee shall report at the second general membership meeting in October. Before the election at the annual election meeting in November, additional nominations from the floor shall be permitted. All nominees must agree to accept the role prior to assuming the office.
- Section 3.* No member of the nominating committee shall be eligible for any office by action of the nominating committee.
- Section 4.* At the annual election meeting, there shall be elected, in order: President, Management Development Vice President, Community Development Vice President, Individual Development Vice President, Membership Development Vice President, Secretary, Treasurer, and State Director. There shall also be elected Local Directors as required in Article VI, Section 4. A majority vote of the ballots cast is needed to elect.
- Section 5.* Voting shall be by Individual Members and no person shall cast more than one ballot. Proxies and absentee ballots will not be recognized. Any Individual Member who has not been an Individual Member at least forty-five (45) days prior to the date of election, and/or who has not attended at least three (3) general membership meetings in the past twelve (12) months, is not eligible to vote for the election of officers.
- Section 6.* The Board of Directors shall assume their duties on January 1, which shall begin this organization's fiscal year. This board will serve for one (1) year or until their successors are duly elected and charged.

ARTICLE VIII - REMOVAL FROM OFFICE

- Section 1.* Any officer may be removed from office as a result of failure to fulfill the duties of said office or for conduct detrimental to the best interests of the organization. Said removal must follow the following procedures:

Proposals to remove an officer must be started by at least one of the following procedures:

- A. A written petition with verified signatures from at least 20% of the chapter's Individual Members.
- B. A vote of no confidence from a majority of the members of the Board of Directors.

Any officer proposed for removal from office must be given:

- A. Ten (10) days written notice including the reason for the proposed removal from office;
- B. An opportunity to contest the proposed removal from office, in writing or in person,

- before the general membership, and;
C. Final written notice of the membership's decision.

Section 2. Should said officer be the Secretary, the Treasurer shall receive and distribute the notice. Should said officer be the President, the Management Development Vice President shall preside during the removal proceedings. No removal proceedings shall be based more than once on the same evidence.

Section 3. The President shall have, upon a majority vote of the entire Board of Directors, the right to remove from office any member serving in an appointive office or chairmanship.

ARTICLE IX - MEETINGS

Section 1. The annual election meeting of the organization shall be held at the first general membership meeting in November of each year, and notice of such meeting shall be sent to each Individual Member at the last known address at least ten (10) days prior thereto. Twenty-five percent (25%) of the membership shall constitute a quorum.

Section 2. General membership meetings shall be held at least once a month. Twenty-five percent (25%) of the membership shall constitute a quorum.

Section 3. Meetings of the Board of Directors shall be held at pre-arranged dates or at the call of the President. At all meetings of the Board of Directors, a majority of the officers and Local Directors shall constitute a quorum.

Section 4. Special meetings of the membership, or of the Board of Directors, shall be called by the President or by the Secretary at the request of at least four (4) members of the Board of Directors or twenty-five percent (25%) of the membership.

ARTICLE X - DUTIES OF OFFICERS/DIRECTORS

Section 1. The President, as chief officer of the organization, shall supervise the organization's affairs and activities and shall make an annual report thereon to the members. The President shall be the organization's primary representative to the Board of Directors of the Missouri Jaycees.

Section 2. The Management Development Vice President, who shall preside at membership and Board of Directors meetings in the absence of the president, shall also work with the President on such affairs of the organization as finances and public relations.

Section 3. The Community Development Vice President shall work with the President on affairs of the organization such as the program/projects for community involvement. The Community Development Vice President shall preside at membership and Board of Directors meetings in the absence of the President and Management Development Vice President.

Section 4. The Individual Development Vice President shall work with the President on affairs of the organization such as personal development of the individual member. The Individual Development Vice President shall preside at membership and Board of Directors meetings in the absence of the President, Management Development Vice President, and Community Development Vice President.

Section 5. The Membership Development Vice President shall work with the President on affairs of the organization such as membership. The Membership Development Vice President shall preside at membership and Board of Directors meetings in the absence of the President, Management Development Vice President, Community Development Vice President, and Individual

Development Vice President.

Section 6. The Secretary shall give notice of all regular and special meetings and shall keep a permanent record of the minutes of such meetings. The secretary shall be custodian of all official records of the organization.

Section 7. The Treasurer shall issue notices of dues payable and be responsible for the collection thereof, keep the books of the organization, disburse funds as required, and shall report monthly on the financial condition of the organization. The Treasurer shall prepare a report for audit by his/her successor.

Section 8. The State Director shall provide information to the chapter membership concerning meetings and activities at the district, region, state, national, and international levels. The State Director shall also schedule and implement a calendar of visitations to other chapters, at the discretion of the chapter membership.

Section 9. The Local Directors shall each be assigned a proportionate number of members to keep up-to-date on chapter activities, communicate with, and bring their opinions and ideas to the Board of Directors for action. In addition, each Local Director will be assigned to a Vice President to assist with the duties required of that programming area.

ARTICLE XI - COMMITTEES

Section 1. The Board of Directors shall determine the committees deemed proper and necessary to fulfill the objectives and purpose of the organization.

Section 2. All committee chairpersons shall be appointed by the Vice President under whose programming area the committee falls, subject to the approval of the Board of Directors.

Section 3. The President and Vice President under whose programming area the committee falls shall be ex-officio members of all committees, except the Nominating Committee.

Section 4. No member of the Board of Directors shall be appointed to a chairmanship of a project. The only exception is if the project has been submitted to the general membership and no one is interested in chairmanship of the project.

ARTICLE XII - AUTHORITY TO BIND

Section 1. No member of this organization shall contract for, or incur any debt, or enter into any agreement, or otherwise obligate this organization, except by authorization of the Board of Directors or the membership.

ARTICLE XIII - DELEGATIONS

Section 1. Delegations or special committees shall be appointed by the President, subject to the approval of the Board of Directors, to represent the organization at any convention, meeting, or assembly, as may be necessary. Such delegations or committees shall exercise only those powers specifically vested in them by the Board of Directors and must be Individual Members of the chapter.

ARTICLE XIV - AMENDMENT

Section 1. These Bylaws may be amended by two-thirds (2/3) vote of the Individual Members present at any regular or special meeting, provided that written notice of the proposed amendment has been sent to the last known address of each member at least ten (10) days prior to the date of such meeting.

Section 2. The Bylaws, Constitution, Articles of Incorporation, or Internal Policies shall not be inconsistent with the state, national, or international organization Bylaws. Also, these Bylaws, Constitution, Articles of Incorporation, or Internal Policies shall not be changed or amended to be inconsistent with the state, national, or international organization Bylaws.

ARTICLE XV – SUSPENSION OF BYLAWS

Section 1. These Bylaws may be suspended where a quorum has been established upon a motion duly made, specifying what portion and for what matter the Bylaws are to be suspended. A two-thirds (2/3) vote of the Individual Members present is required.