

**BYLAWS
OF THE
GREENSBORO JAYCEES - GREENSBORO JUNIOR
CHAMBER OF COMMERCE, INC
ADOPTED JANUARY 1, 2015
AMENDED NOVEMBER 2, 2016
AMENDED NOVEMBER 7, 2018**

ARTICLE I

NAME

1. The association, formed the first day of October 1939, shall be known as the GREENSBORO JAYCEES - GREENSBORO CHAMBER OF COMMERCE, INC. (GREENSBORO JCI) hereinafter in these bylaws referred to as “GREENSBORO JAYCEES,” and the “Organization.”
2. Offices: The address of the offices for the Organization shall be 111 West Lewis Street, Greensboro NC 27406.

ARTICLE II

EMBLEM

1. The emblems of the GREENSBORO JAYCEES are as reproduced below:



2. The use of the name and emblem of the GREENSBORO JAYCEES shall be restricted to properly affiliated members of the GREENSBORO JAYCEES and shall not be used by others without the written consent of the President.

ARTICLE III

AFFILIATION

1. The GREENSBORO JAYCEES shall be (and is hereby) affiliated with the North Carolina Jaycees, the United States Junior Chamber of Commerce and Junior Chamber International (JCI) and is subject to the Constitution and Bylaws of those three bodies insofar as they affect and prescribe the functions of local Jaycee chapters and are not in conflict with these Bylaws.

ARTICLE IV

PURPOSE

1. Mission: the GREENSBORO JAYCEES Mission is “to provide development opportunities that empower young people to create positive change”
2. Purposes: The purposes of the GREENSBORO JAYCEES, besides working towards the accomplishment of the Mission, shall also be to:
 - a. Develop the awareness and acceptance of the responsibilities of active citizenship
 - b. Provide opportunities of members for active participation in planning and executing projects for the development of the individual and the community.
 - c. Further the understanding, goodwill and cooperation among all peoples.
3. Politics: the GREENSBORO JAYCEES shall refrain from any partisan political activity, and its members shall avoid mixing their personal activities with the organization's activities in the sense that the general public might infer that the organization is politically oriented one way or another.
4. Religion: The GREENSBORO JAYCEES shall refrain from any religious activity, and its members shall avoid mixing their personal activities with the organization's activities in a sense that the general public might infer that the organization is religiously oriented one way or another.

ARTICLE V

MEMBERSHIP

1. Qualifications: Individual membership in this organization shall be open to young persons of good moral character in respect to:
 - a. Age Limit: the GREENSBORO JAYCEES shall maintain age limits of not less than twenty one (21) and not more than forty (40) years of age for individual members, providing that membership shall continue until the end of the calendar

- year in which the person reaches the age of forty (40) years, with the exception that the Immediate Past President may serve in that capacity for not more than one (1) year.
- b. Requirements: All applications must be proposed to the Board of Directors by at least one member in good standing and must be accepted by a majority vote of the Board of Directors
 - c. Probationary Period: During the first three (3) months of affiliation, a member will be on a probationary period during which the member should participate in a New Member Orientation, a General Assembly, a Social event, and a project, but will not have voting rights. After this three month period, the Board of Directors will confirm or deny the membership. During the probationary period, all obligations including payments of dues apply.
2. Resignation: Any member may terminate association with the GREENSBORO JAYCEES immediately upon lodging notice of this wish with the President, accompanied by all mones due to the GREENSBORO JAYCEES with no possible refund of dues already paid.
 3. Disqualification:
 - a. When at least two thirds ($\frac{2}{3}$) of the members of the Board of Directors are of the opinion that a member is no longer qualified for membership in the GREENSBORO JAYCEES, the Board of Directors shall suspend or terminate the membership of that member subject to ratification by a two-thirds ($\frac{2}{3}$) vote of the General Assembly
 - b. Any Individual Member whose dues are in arrears for more than thirty (30) days shall not be entitled to vote at meetings of the GREENSBORO JAYCEES. A member whose dues are more than ninety (90) days in arrears shall automatically cease to be a member.
 4. Other Members:
 - a. Honorary Members: Subject to the approval of the majority of the General Assembly, the organization may recognize outstanding citizens who have contributed to the community and the organization as honorary members of the organization. This membership does not give the recipient any rights that are exclusive to the active members of the organization.
 - b. Life Members: Subject to the unanimous approval of Board of Directors, the organization may recognize current or past members who have made outstanding contributions to the organization as life members of the organization. This membership does not give the recipient any rights that are exclusive to the active members of the organization.

ARTICLE VI

GENERAL ASSEMBLY

1. Supreme Authority: The General Assembly shall constitute the supreme authority of the GREENSBORO JAYCEES.
 - a. The rights and privileges assigned to the Board of Directors, President, and any other officers are derived from the consent of the General Assembly for the purposes of running the organization.

- b. Any action of the Board of Directors shall be stopped by a petition of one tenth (1/10) of the membership in good standing, and shall be reversed by a two thirds ($\frac{2}{3}$) vote of the General Assembly.
2. Exclusive Rights: The General Assembly shall have the exclusive right to vote on all of the following matters:
 - a. Election of all elective officers
 - b. Approval of the GREENSBORO JAYCEES Plan of Action for the ensuing year
 - c. Approval of the budget of the ensuing year
 - d. Amendments to the GREENSBORO JAYCEES Bylaws
 - e. Approval of the strategic plan and reports
 - f. Approval of any expenditure in excess of \$10,000
3. Specific Responsibilities: The General Assembly shall receive and act upon reports and recommendations referred to it by the Board of Directors or any member of that body and:
 - a. Shall receive the annual reports of the members of the Board of Directors
 - b. Shall receive the accounts for the year
 - c. To transact any other business appropriate to a general meeting
4. Composition: The General Assembly shall be composed by all members in good standing at the time of any meetings, but shall not include those reference under Article V.4
5. Voting: At any meeting of the General Assembly, each individual member in good standing and present shall be entitled to one vote. Voting shall be by a show of hands, except for election of the Organization's Officers or unless a secret ballot be demanded by at least one-third ($\frac{1}{3}$) of the members present and voting.
6. Deciding Vote: The President shall have the deciding vote in case of equality votes, except in the case of election of the Organization's Officers.
7. Proxies: Proxies shall not be recognized, and no person may cast more than one vote.
8. Quorum: At any meeting of the General Assembly, ten (10) percent of the total membership shall constitute a quorum.
9. Officer Elections: Officer Elections shall be held in the month of November each year at a date decided by the Board of Directors.
10. Notice: Written or Electronic notice shall be dispatched by the Secretary to every Individual Member:
 - a. Of a General Assembly at least thirty (30) days prior to the date of said meeting.
 - b. Of an agenda showing the business to be conducted at a General Assembly at least seven (7) days prior to the date of said meeting.
 - c. Of a list of those eligible for election to the Board of Directors at least seven (7) days prior to Officer Elections.
 - d. Of a Special Meeting of the General Assembly, with the object of such meeting, not less than fourteen (14) days prior to date of said meeting.
 - e. Of proposed amendments to the Bylaws at least thirty (30) days prior to the date of the meeting that said amendments will be voted on.
11. Cancellation: The General Assembly can only be rescheduled for federal holidays or unexpected events.

12. Regular Meeting: The General Assembly shall be held regularly on the first Wednesday of each month.
13. Special Meeting: Special meetings of the General Assembly may be called at any time by the President, Board of Directors or at the request in writing of one third ($\frac{1}{3}$) of the membership in good standing.

ARTICLE VII

OFFICERS

1. Elected Officers: The Elected Officers of the GREENSBORO JAYCEES shall be the:
 - a. Executive Vice President (Executive VP)
 - b. Vice Presidents
2. Appointed Officers: The Appointed Officers of the GREENSBORO JAYCEES shall be the:
 - a. Treasurer
 - b. Secretary
 - c. Legal Council
3. Chairman of the Board: In addition to the Elected Officers, the Immediate Past President shall be Chairman of the Board of the GREENSBORO JAYCEES.
4. President: The President shall be a member in good standing and shall have previously served as Executive VP immediately prior to ascending to the office of President.
5. Duties: The Officers of the GREENSBORO JAYCEES shall carry out duties assigned by the President and as stipulated in these Bylaws
6. Election:
 - a. Executive VP must be elected separately by a majority of votes cast during the annual officer elections.
 - b. Vice Presidents must be elected via a plurality at large vote where members may cast votes for no more than the total number of positions to be filled by the election, and no more than one vote for each nominee.
7. Nominations: Nominations shall be in writing or electronic, stating the name of the nominee and the office for which the nominee is standing. They must also be supported by one members in good standing and received by the Secretary at least thirty (30) days prior to Officer Elections.
 - a. If no nominations for a position have been received by the time of election, the President may seek verbal nomination at Officer Elections.
8. Approval of Appointments: The appointment of each Appointed Officer must be approved by a majority of votes cast of the General Assembly at any meeting held after January first of the ensuing year.
9. Period of Office:
 - a. Elected Officers shall hold office for a period of one (1) year commencing the first day of January following their election.

- b. Appointed Officers shall hold office for the remaining part of the year of operation.
10. Eligibility of Officers:
- a. Restrictions: No Officer shall be eligible to hold the same office for more than one (1) term consecutively. A person may be re-elected to the Board of Directors, but would not be eligible for reelection or reappointment to any office already held before.
 - b. Age: No person shall be elected or appointed who will reach their fortieth (40) birthday prior to assuming office.
 - c. Member: Every nominee for election and every Appointed Officer shall be an Individual Member of the GREENSBORO JAYCEES and must be, at the time of the election or appointment, current in the payment of dues to the Organization.
 - d. Meeting Attendance: Unless excused by the President for valid reasons, every nominee for election shall be in attendance at the General Assembly meeting at which the individual is a nominee.
11. Specific Qualifications of the Executive VP: The candidate for Executive VP shall have served at least one (1) year on the current or past Board of Directors.
12. Vacancies:
- a. Vacancies for any office on the Board Of Directors other than that of the President shall be filled by a vote of the General Assembly. Any member thus elected shall hold office for the unexpired portion of the term of office of the original holder.
 - b. Upon the death, disability, resignation or other disposition that shall prevent the President from serving, the Executive VP will assume the Presidency for the duration of the term for which the President had been elected, subject to approval at the next General Assembly.
13. Oath: All Elected Officers and Appointed Officers shall take the following Oath of Solemn Declaration of Office, to be administered by the President at the General Assembly:
- “I do solemnly swear that I will faithfully execute the office of (title) of the GREENSBORO JAYCEES and will, to the best of my ability, serve as a living example of this organization’s philosophy and beliefs and will uphold and enforce the Bylaws of the GREENSBORO JAYCEES, JCI USA and JCI at all times.”
14. Remuneration: All Officers shall serve without financial remuneration.

ARTICLE VIII

BOARD OF DIRECTORS

- 1. Composition: The President, Executive VP, the Vice Presidents, the Immediate Past President, the Secretary and the Treasurer shall comprise the Board of Directors.
- 2. Duties: The Board of Directors shall:
 - a. Manage the affairs of the Organization within the powers vested in it by the Bylaws and the General Assembly

- b. Implement the actions decided upon by the General Assembly
 - c. Recommend action to the General Assembly.
 - d. Receive reports from its members
 - e. Propose, receive or consider amendments to the Bylaws.
 - f. Receive and consider Senatorship applications, and give advice to the President for endorsement or rejection of same.
 - g. Be empowered by a vote of two-thirds ($\frac{2}{3}$) of its members to dismiss any Officer who does not fulfill the duties of the office
 - h. Upon recommendation of the President, set the duties and composition of a Strategic Planning Committee and appoint its members.
 - i. Upon recommendation of the President, set the duties and composition of a Financial Planning Committee and appoint its members.
3. Meetings:
- a. The Board of Directors shall meet on the third Monday of the month at a time and place set by the President.
 - b. Special Meetings of the Board of Directors may be held at the request of the President or a majority of its members.
4. Quorum: A quorum of the Board of Directors shall comprise a majority of its members.
5. Voting:
- a. At all meetings of the Board of Directors, each member shall have one vote.
 - b. Voting shall be determined by a show of hands unless decided otherwise at the President's discretion or by one third ($\frac{1}{3}$) of the members present at the meeting

ARTICLE IX

DUTIES OF MEMBERS OF THE BOARD OF DIRECTORS

1. President: The President shall:
 - a. Be responsible for the control and supervision of the GREENSBORO JAYCEES.
 - b. Preside at all General Assembly meetings and meetings of the Board of Directors.
 - c. Represent the GREENSBORO JAYCEES in all instances.
 - d. Report to the General Assembly and Board of Directors.
 - e. Approve agendas for meetings of the General Assembly and Board of Directors.
 - f. Prepare a budget for the year in cooperation with the Treasurer and submit for approval to the Board of Directors no later than January 31st of the fiscal year.
2. Vice President: A Vice President shall:
 - a. Carry out such duties as may be assigned by the President.
 - b. Monitor and coordinate the activities of the projects and programs in their area.
 - c. Advise the President and Board of Directors on program and project matters.
3. Chairman of the Board: The Chairman of the Board shall:
 - a. Complete a final report of the finances of the preceding year, including all expenditures and receipts, in cooperation with their Treasurer under generally accepted accounting principles and submitted for approval by the Board of Directors no later than the second meeting of the Board of Directors immediately following the completion of their year as President.

4. Secretary: The Secretary shall:
 - a. Be the administrative officer of the GREENSBORO JAYCEES responsible directly to the President
 - b. Be responsible for taking minutes of General Assembly meetings and Board of Director Meetings, and for keeping a permanent record of such minutes, which shall be open to inspection by members at all reasonable times.
 - c. Prepare the agendas of all meetings and submit them to the President for approval.
 - d. Be responsible for the preparation of the annual report of the Organization
5. Treasurer: The Treasurer shall:
 - a. Issue notices of dues payable and be responsible for their collection
 - b. Keep books of accounts and financial records of the Organization
 - c. Be responsible for the disbursement of monies at the direction of the Board of Directors
 - d. Be responsible for the preparation of an annual report on the financial affairs of the Organization and for quarterly financial statements.
6. Legal Counsel: The Legal Counsel shall:
 - a. Serve as parliamentarian to the Board of Directors and the General Assembly.
 - b. Rule on matters of parliamentary procedure at the request of the Presiding Officer
 - c. Make sure that the Bylaws and Constitutions of the GREENSBORO JAYCEES, JCI USA, and JCI are respected at all times.
 - d. Propose amendments to the GREENSBORO JAYCEES Bylaws if necessary.
7. Parliamentarian: In the absence of the Legal Council, the President - with the concurrence of the meeting - shall appoint a parliamentarian who shall serve for the period of the meeting.

ARTICLE X

ACTIVITIES

1. Project Chairperson: Subject to ratification by the Board of Directors, a Project Chairperson shall be appointed for each approved project. The Project Chairperson shall:
 - a. Be responsible for the promotion and coordination of their projects.
 - b. Be Chairperson of the Project Committee.
 - c. Report on the progress of the project to the assigned Vice President.
2. Directors: The GREENSBORO JAYCEES may appoint Directors for special tasks or programs, such as Public Relations, Training, Membership, Awards, etc. and these Directors should not have a year long term, but for the duration of a specific task or for some months, to give opportunity for more members to hold these positions and gain the experience.

ARTICLE XI

FINANCES

1. Financial Year: The Financial Year of the GREENSBORO JAYCEES shall be from January 1 to December 31.
2. Bookkeeping: The cash-book, ledger and other bookkeeping records of the GREENSBORO JAYCEES shall be maintained by the Treasurer under the supervision of the Board of Directors.
3. Budget: The Treasurer shall propose a budget for the ensuing year for submission to the Board of Directors no later than January 31st. The proposed budget shall then be submitted to the General Assembly for its approval at the March General Membership Meeting.
4. Quarterly Reports: The Treasurer shall prepare quarterly financial statements and circulate them to the Board of Directors for possible revision.
5. Checks: All Checks and other orders relating to the bank accounts of the GREENSBORO JAYCEES shall be signed by at least two persons of the President, Executive VP, Treasurer and Legal Counsel. In any such case as the check is a reimbursement to an individual that is a signer, only non-interested signers are allowed to sign such checks.

ARTICLE XII

DUES

1. Payment: The member dues shall be paid in accordance with the billing cycle followed by JCI USA.
2. Amount: The Annual Due for an individual member is established by the General Assembly every year for the following year.
3. Nonpayment of Dues: Any member who has not paid dues may temporarily or definitely cease to be a member.
4. Collection of Dues in Trust: All payments made by Individual Members for JCI dues shall be held in trust by the Organization and included in the next membership registration and remitted in full to JCI USA.

ARTICLE XIII

RULES OF PROCEDURE

1. Procedure: The meetings of the GREENSBORO JAYCEES shall be conducted according to these Bylaws and, where not otherwise provided, by the most recent revision of Robert's Rules of Order Revised.

ARTICLE XIV

AMENDMENTS

1. Articles: Articles and Bylaws may be amended by a two-thirds ($\frac{2}{3}$) vote of the General Assembly members present and voting.
2. Waiver: Articles and Bylaws may be waived by a unanimous vote of the General Assembly, provided that four-fifths ($\frac{4}{5}$) of the total voting strength in attendance participate in the vote.