



JCI Wisconsin Bylaws

Last Updated September 2022

**Version Approved by:
BOD 7.12.22 Corporation 9.14.22**

ARTICLE 1 - NAME, OFFICE, REGISTERED AGENT AND INSIGNIA	4
BYLAW-NAME	4
BYLAW-OFFICE	4
BYLAW-INSIGNIA	4
BYLAW-REGISTERED AGENT	4
ARTICLE 2 - PURPOSES AND FUNCTIONS	4
BYLAW-NON-PARTISAN POLICY	4
BYLAW-PURPOSES	4
BYLAW-FUNCTIONS	4
ARTICLE 3 - MEMBERSHIP	4
BYLAW-ORGANIZATIONAL MEMBERS	4
BYLAW-INDIVIDUAL MEMBERS	4
BYLAW-LIFE-MEMBERSHIP	5
BYLAW-OTHER MEMBERS	5
BYLAW-TRANSFERS OF INDIVIDUAL MEMBERS	5
BYLAW-TERMINATION OF MEMBERSHIP	5
BYLAW-FOUNDATION RECOGNITION	5
BYLAW-JCI SENATE RECOGNITION	5
BYLAW-DEFUNCT CHAPTER MONIES & PROPERTIES	5
POLICY 3.01	5
ARTICLE 4 - ORGANIZATION AND MANAGEMENT OF THE CORPORATION	5
BYLAW-OFFICERS	5
BYLAW-EXECUTIVE STEERING COMMITTEE	5
BYLAW-EXECUTIVE COMMITTEE	6
BYLAW-BOARD OF DIRECTORS	6
BYLAW-COMMITTEES	6
BYLAW-REGIONAL ORGANIZATION OF CORPORATION	6
BYLAW-STATE CORRESPONDENCE	7
ARTICLE 5 - OFFICERS, PROGRAM MANAGERS	7
BYLAW-ELECTIVE OFFICERS	7
BYLAW - APPOINTIVE OFFICERS AND PROGRAM MANAGERS	9
BYLAW-AGE LIMITATIONS	11
BYLAW-REPLACING OFFICERS	11
BYLAW-OATH	11
BYLAW-BOND	11
ARTICLE 6 - STATE PROGRAMS	11
BYLAW-STATE PROGRAMS	11
POLICY-PRIORITY PROJECT BIDDING	11
ARTICLE 7 - STATE AND REGIONAL MEETINGS	11
BYLAW-CORPORATION MEETINGS	11
BYLAW-BOARD OF DIRECTORS MEETINGS	11
BYLAW-EXECUTIVE COMMITTEE MEETINGS	11
BYLAW-EXECUTIVE STEERING COMMITTEE MEETINGS	11
BYLAW-REGIONAL MEETINGS	11
BYLAW-ROBERT'S RULES OF ORDER	12

POLICY - BID CONTRACTS	12
POLICY - FILING FEES AND PERFORMANCE BONDS	12
7.03 POLICY - DATES FOR SELECTION OF HOST ORGANIZATIONS	12
POLICY-LIMITATIONS ON BID SUBMISSIONS	12
POLICY-FORMAL BID SUSPENDED	12
POLICY-EXPENSE OF STATE OFFICERS AND GUEST	12
POLICY-PROHIBITED ACTIVITIES	12
POLICY ADMISSION CHARGES AND COST	13
POLICY EXTERNAL AWARDS	13
POLICY INTERNAL AWARDS	13
POLICY TRAVELING TROPHIES	13
ARTICLE 8 - VOTING AND ELECTIONS	13
BYLAW-REPRESENTATION	13
BYLAW-DETERMINATION OF REPRESENTATION	13
BYLAW CERTIFICATION OF DELEGATES	13
BYLAW-ELECTION COMMITTEE	13
BYLAW-VOTING AT STATE AND REGIONAL MEETINGS	13
BYLAW-PROXY VOTING	14
BYLAW - VISITATION BY CANDIDATES FOR STATE PRESIDENT/VICE PRESIDENT	14
BYLAW - SANCTIONS	14
POLICY POSTER AND OTHER PROMOTIONAL MATERIALS	14
POLICY ELECTION EXPENDITURES	14
POLICY CANDIDATE FILING FEE	14
POLICY OUTSTANDING BILLS	14
ARTICLE 9 - DUES & FINANCES	14
BYLAW-DUES	14
BYLAW- DUES FOR FOUNDATION	14
BYLAW-PAYMENT	15
BYLAW-BUDGET COMMITTEE	15
BYLAW-BUDGET	15
BYLAW-DISBURSEMENT REQUESTS	15
BYLAW-HOTELS, MEALS, TRAVEL AND INCIDENTAL EXPENSES	15
BYLAW-COMMITTEE EXPENSES	15
POLICY PAYMENT OF BILL	15
POLICY	15
POLICY	15
POLICY	15
POLICY MINIMUM OPERATING BUDGET	15
POLICY FISCAL YEAR	15
POLICY	15
ARTICLE 10 - RESOLUTION AND POLICY REPRESENTATION	16
BYLAW-EXTERNAL POLICY	16
ARTICLE 11 - ADVERTISING AND PROMOTION - LIMITED	16
BYLAW-GENERALLY	16
BYLAW-EXCEPTIONS	16
BYLAW-SOLICITATION OF FUNDS	16
ARTICLE 12 - NATIONAL MEETINGS	16
BYLAW-	16
BYLAW-	16
BYLAW-HEAD OF DELEGATION	16
BYLAW-STEERING COMMITTEE	16
BYLAW-DELEGATE	16
BYLAW-VOTING	16

BYLAW-CAUCUSES	16
BYLAW-QUORUM	16
BYLAW-CAMPAIGN EXPENSES	17
BYLAW-TRADING PINS	17
BYLAW-STATE WINNER REIMBURSEMENT	17
ARTICLE 13 - AMENDMENTS TO THE BYLAWS AND ARTICLES OF INCORPORATION	17
BYLAW-ON NOTICE	17
BYLAW-WITHOUT NOTICE	17
BYLAW-MODIFICATIONS TO PROPOSED AMENDMENTS	17
ARTICLE 14 - POLICIES OF JCI WISCONSIN	17
ARTICLE 15 - EMERGENCIES	17
BYLAW-WHAT CONSTITUTES	17
BYLAW-SUSPENSION OF BY-LAW	17
BYLAW-POSTPONEMENT OF ANNUAL MEETING	17
BYLAW-ELECTION OF OFFICERS	17
ARTICLE 16 - HEADQUARTERS AND EMPLOYEES	17
BYLAW-HEADQUARTERS LOCATION	17
BYLAW-HEADQUARTERS	17
BYLAW-OFFICE HOURS	18
BYLAW-EXECUTIVE VICE PRESIDENT	18
BYLAW-OTHER STAFF PERSONNEL	18
BYLAW-STAFF	18
BYLAW-POLITICAL ACTIVITIES	18

Article 1 - Name, Office, Registered Agent and Insignia

BYLAW-NAME

1.01 This corporation shall be known as JCI Wisconsin, Inc. (also formerly known as Wisconsin Jaycees, Inc., Wisconsin Junior Chamber, Inc., Junior Chamber International Wisconsin, Inc.) (Updated February 2009)

BYLAW-OFFICE

1.02 The principal office of this corporation shall be as set forth in the Article of Incorporation. The Board of Directors by appropriate resolution may designate a change of location of the principal office.

BYLAW-INSIGNIA

1.03 This corporation shall abide by the Corporate Identity guidelines established in the Junior Chamber International Constitution and Policy (Chapter XXV Corporate Identity; Article 25-1; Bylaw 25-2 and 25-3. (Updated February 2009)

BYLAW-REGISTERED AGENT

1.04 The registered agent of this Corporation shall be the Executive Vice President unless an Executive Vice President is not on staff in which case the registered agent shall be the highest ranking JCI Wisconsin officer.

Article 2 - Purposes and Functions

BYLAW-NON-PARTISAN POLICY

2.01 The Corporation shall be a nonpartisan, non-sectarian, non-stock and a not-for-profit organization.

BYLAW-PURPOSES

2.02 The purposes of this Corporation are:

To provide Individual Development for young people;

To create and foster the growth of young people's civic organizations in the State of Wisconsin;

To instill the spirit of genuine Americanism, civic responsibility and efficiency in the individual membership of such organizations;

To provide an avenue for intelligent participation by young people from all walks of life in community, state, national and international affairs.

BYLAW-FUNCTIONS

2.03 The primary functions of this corporation shall be:

To serve the Local Membership Organizations of this Corporation so that they might best carry out the purposes and policies of the Corporation;

To promote the exchange of ideas and serve as a clearinghouse for project information;

To handle all publicity related to the activities of the state organization and its officers and to conduct a vigorous public relations program designed to enhance the prestige of the Corporation;

To keep all members including individual, honorary, life and sustaining members, adequately informed as to the activities of the Corporation.

Article 3 - Membership

BYLAW-ORGANIZATIONAL MEMBERS

3.01 Types of Member Chapters

REGULAR Any young people's organization in good repute existing in any city, village or township in the state of Wisconsin with a MINIMUM of twenty (20) paid memberships per JCI USA Bylaws. All members must be entered into the JCI USA Membership database with valid contact information. Any REGULAR chapter having under twenty (20) actual members will be classified as provisional local chapters and shall not be in good standing with JCI Wisconsin. (Updated September 2014)

CORRECTIONAL INSTITUTIONAL Any young people's organization of good repute in any State or Federal Prison, State camp or correctional halfway house in the State of Wisconsin.

HEALTH INSTITUTION Any young people's organization of good repute existing in any mental health, alcohol or drug abuse institution or alcohol or drug abuse halfway house in the State of Wisconsin.

ALUMNI MEMBERS An alumni member shall be an individual who has reached the age of forty-one (41) years who previously was an individual member in good standing. No Alumni Member shall be entitled at any time to hold office or vote upon any matter of JCI USA, JCI Wisconsin or a local chapter.)

DEVELOPING Any young people's organization in good repute existing in any city, village or township in the state of Wisconsin working toward becoming a REGULAR chapter with a minimum of ten (10) members as per JCI USA Bylaws. Upon the DEVELOPING chapter reaching the required twenty (20) individual members, they will qualify as a REGULAR chapter as per JCI USA Bylaws. (Adopted September 2012)

ORGANIZATIONAL REQUIREMENTS Member organizations which are organized for purposes consistent with those of this Corporation, and which maintain offices and active membership of young people, and which have complied with the Bylaws and Constitution of JCI USA and Junior Chamber International and is affiliated there with, shall be eligible for membership in this Corporation.

PROCEDURE Such organizations shall become members of this Corporation upon completing the requirements for application for Charter of JCI USA>.

DUES REQUIREMENTS Any member organization having unpaid dues account shall be delinquent and not in good standing with JCI Wisconsin. Such organizations may be suspended by the Board of Directors. If said organization is delinquent for more than one year, the Board of Directors may revoke their charter with a 2/3 majority roll call vote of the Board of Directors.

Chapters under twenty (20) will be classified as a provisional chapter member and will be required to pay for twenty (20) members.

Chapters under ten (10) members will have their charter revoked and the members will be transferred into Chapter "9999" at large. Written notification to the Chapter will be provided by the National Service Center or State Chapter Service Center.

BYLAW-INDIVIDUAL MEMBERS

3.02 Active members of this Corporation shall be people between the ages of 18 and 41 inclusive, of member organizations in good standing in this corporation.

If any individual member shall exceed the applicable maximum age limit after the Individual Member's anniversary date, such member shall be deemed an Individual Member until said member's next anniversary date.

Each Local Member Organization of this Corporation shall be empowered to set the age limit for their Local Organization. In no event shall the set age limits be less restrictive

than the age limitations found in Section 3.02 (a) of JCI Wisconsin's Bylaws.

JCI Wisconsin may conduct an Institutional Program whose sole purpose shall be to provide service to and supervise programs for people either confined in or restricted to a facility for penal or correctional reasons or for people regularly engaged in a mental health or handicapped rehabilitation program or confined to a medical or mental health facility.

Members within an Institutional Program shall pay no state dues, but will pay dues to JCI USA as per their Bylaws.

Each program shall have one (1) voting delegate in this Corporation.

Absentee voting shall be allowed on elections or preprinted issues, providing delegates are not permitted to attend by institutional authority.

BYLAW-LIFE-MEMBERSHIP

3.03 State Presidents of this corporation who have faithfully fulfilled the duties of their office shall be granted a Life Membership, but they shall not vote, hold office, or initiate action.

BYLAW-OTHER MEMBERS

3.04 Members described in this section may not hold office.

Honorary Members: Upon prior recommendation of the Board of Directors, Honorary Membership may be conferred on any person or persons by a two-thirds vote of the accredited delegates at any meeting of the corporation.

Sustaining Members: Any individual or firm desiring to assist financially in extending the purposes and functions of this Corporation shall be eligible for affiliation as a Sustaining Member.

BYLAW-TRANSFERS OF INDIVIDUAL MEMBERS

3.05 In the event that an individual member in good standing transfers from one member organization to another, the JCI USA transfer process must be completed.

BYLAW-TERMINATION OF MEMBERSHIP

3.06 The membership of any local chapter may be terminated by a three-fourths (3/4) vote of the members of the corporation at any duly called meeting of the corporation, provided the member chapter in question shall have had an opportunity to show cause why its membership in this Corporation shall not be terminated. Upon receiving written notice of at least thirty (30) days in advance of said meeting for either of the following reasons:

If such membership is not in the best interests of JCI Wisconsin; If any member chapter has failed to comply with this Corporation's Bylaws and Policies.

BYLAW-FOUNDATION RECOGNITION

3.07 JCI Wisconsin hereby officially recognizes "Jaycees of Wisconsin Foundation, Inc." as a Wisconsin Corporation. Functions of said Foundation are provided in the Jaycees of Wisconsin Foundation, Inc. By-Laws. Said Foundation management is vested in a Board of Directors, consisting of not more than 18 elected members plus the current JCI Wisconsin President or his/her designee.

BYLAW-JCI SENATE RECOGNITION

3.08 JCI Wisconsin hereby officially recognizes "JCI Senators of Wisconsin, Inc.," (known as Senate), as an association. Functions of said Senate are provided in the JCI Wisconsin International Senators Bylaws. Said Senate management is vested in a Board of Directors consisting of not more than 8 elected members.

BYLAW-DEFUNCT CHAPTER MONIES & PROPERTIES

3.09 Based upon Federal Statutes, State Statutes, and the Internal Revenue Code, Section 501(c)(4) which prohibits the net earnings of any such corporations (including unincorporated associations) exempted under that subtitle, from inuring the benefit of any individual, all deposits monies and assets (after the payment of existing debts) in the name of any local organization which has ceased to exist or has been terminated under due process shall accrue and become the property of this corporation. Acceptance of said deposits, monies and assets of local organizations shall not be construed as acceptance of the local organization's current or future liability to third persons.

POLICY 3.01

Any funds or assets received by this CORPORATION pursuant to BYLAW 3.09 (Defunct Chapter Monies and Properties) may be held in a separate account in the name of JCI Wisconsin Inc. for a minimum of one (1) year. If a new local organization is established in the same location as the defunct chapter within the year, the funds may be used for startup costs or other initial expenses under terms and conditions established by the Board of Directors. If no new chapter is established in the above time frame, the funds shall become part of the general funds of this corporation. (Updated September 2012)

POLICY 3.02

All membership transactions for chapters that are under 20, newly chartered or have accrued outstanding balances owed for hosted state events must provide payment in full for all membership in order to process the transaction. Credit can be (re)extended to the chapter once the matter has been resolved and/or paid in full. (Adopted September 2008)

Article 4 - Organization and Management of the Corporation

BYLAW-OFFICERS

4.01 **Elected-** The following officers shall be elected at the Mid-Year Corporation Meeting of this Corporation by a majority of member organization delegate votes; State President, Deputy State President, Individual Development, Community Development, Management Vice President, and Membership Vice President.

Effective January 1, 1999, Regional and District Directors may be elected at the Fall Regional Meetings of the region which they shall serve.

Appointed- The offices of Secretary, Parliamentarian, Legal Counsel, Primary Advisory, and no less than one Secondary Advisory may be appointed by the State President with the approval of the Board of Directors.

Appointment of Program Managers- Bids for Program Managers will be submitted to the Executive Board at the Mid-Year Board Meeting and may be awarded at that time if possible. Bids will be accepted at the December Board Meeting for positions not already filled. Bids shall include the application form and a proposed Plan of Action and a budget. Voting for Program Managers shall be by secret ballot. Positions not filled by the end of the December Board Meeting shall be filled by Presidential Appointment. The President shall appoint any other chairman and committees necessary to conduct the business of the corporation. Appointments shall be subject to the approval of the Executive Board. All regular members shall be eligible to serve on committees. (Updated May 2007)

BYLAW-EXECUTIVE STEERING COMMITTEE

4.02 **Composition:** The Executive Steering Committee shall consist of State President, Deputy State President, State Vice Presidents, Parliamentarian, Legal Counsel,

Secretary, Treasurer and Immediate Past President.

Each officer in an elected position shall have the right to make and second motions and vote.

Powers: Subject to limitation imposed upon its powers by these Bylaws and by the Board of Directors, the Executive Steering Committee shall, during intervals between meetings of the Board of Directors, generally perform such duties and exercise such powers as may be delegated to it or required by these Bylaws. It shall have no power to formulate the public policy of this Corporation, but may do all such other lawful acts as not reserved to the Board of Directors and not prohibited by these Bylaws.

Procedure: The Executive Steering Committee shall have the power to make rules governing its organization and the management of the affairs of the Corporation not inconsistent with the directive of the Board of Directors and these Bylaws.

Meetings: Regular Meeting shall be scheduled at the discretion of the State President. Special, How Called The Executive Steering Committee may also meet upon call of the President or upon the call of a majority of its members.

Quorum: A majority of the elected officers of the Executive Steering Committee shall constitute a quorum.

BYLAW-EXECUTIVE COMMITTEE

4.03 **Composition:** The Executive Committee shall consist of the Executive Steering Committee and the Regional Directors of the Corporation.

Each member in an elected position shall have the right to make and second motions and to vote.

Powers and Procedures: Shall be the same as listed for the Executive Steering Committee By-Law 4.02 b. and c.

Meetings: Regular Meetings shall be scheduled at the discretion of the State President. Special, How Called The Executive Committee shall also meet upon the call of the President or upon the call of a majority of its members.

Quorum: A majority of the Executive Committee shall constitute a quorum. In the absence of a Regional Director, said Regional Director shall have an assigned District Director in attendance as a substitute. The substitute shall have the right to make or second motions and to vote.

Voting: Voting shall be decided by a majority of the members of the Executive Committee members present at the time the vote is held.

BYLAW-BOARD OF DIRECTORS

4.04 **Composition:** The Board of Directors shall consist of the Immediate Past President, State President, State Vice Presidents, Regional Directors, District Directors, State Secretary, State Treasurer, State Legal Counsel, State Parliamentarian, Primary and Secondary Advisors, and approved State Program Managers.

Powers and Duties: The Board of Directors shall have the general control and management of the property and business affairs of the Corporation. It shall have the power to remove any officer, agent or employee at the time for good cause. In addition to the powers and authorities expressly conferred upon it by these Bylaws directed to be exercised by the Individual Members, it shall have the power to formulate the public policy of this corporation. The Board of Directors shall have the power to make rules and regulations for its own organization and for the management of the affairs of the Corporation not inconsistent with these Bylaws.

Meetings: Regular The Board of Directors shall hold at least three (3) meetings per year as follows: To be in conjunction with the Mid-Year and Year End Conventions and one other at the time and location designated by the State President. Special, How Called The Board of Directors shall also meet upon the call of the President or upon the call of a majority of its members.

Quorum: A majority of the Board of Directors shall constitute a quorum at any meeting.

Voting: Only Board members shall make or second motions and vote. Voting shall be decided by a majority vote of the board present at the time the vote is held. Unless present at the time the vote is held. Unless otherwise specified in these Bylaws, the presiding officer may vote to break a tie.

The Board of Directors shall also be known as the Executive Board. (Updated May 2007)

BYLAW-REGIONAL ORGANIZATION OF CORPORATION

4.05 Number of Regions and Regional Directors

The State of Wisconsin shall be divided into six (6) geographical regions, each administered by a Regional Director.

As new member organizations become affiliated with this organization, such member organizations shall be assigned to the region in which the extending chapter resides until January 1st of the second annual convention of the new chapter, at which time they will be assigned to the region in which they are located by order of the State President.

The Regions shall be assigned by county groupings as follows:

REGION A	REGION B	REGION C	REGION D	REGION E	REGION F
Ashland county	Brown county	Calumet county	Buffalo county	Adams county	Kenosha county
Barron county	Florence county	Door county	Crawford county	Columbia county	Milwaukee county
Bayfield county	Forest county	Kewaunee county	Grant county	Dane county	Ozaukee county
Burnett county	Langlade county	Manitowoc county	Iowa county	Dodge county	Racine county
Clark county	Lincoln county	Sheboygan county	Jackson county	Fond Du Lac county	Walworth county
Chippewa county	Marathon county		LaCrosse county	Green county	Washington county
Douglas county	Marinette county		LaFayette county	Green Lake county	Waukesha county
Dunn county	Menominee county		Monroe county	Jefferson county	
Eau Claire county	Oconto county		Juneau county	Marquette county	
Iron county	Oneida county		Richland county	Rock county	
Pepin county	Outagamie county		Sauk county	Waushara county	
Pierce county	Portage county		Trempealeau county	Winnebago county	
Polk county	Shawano county		Vernon county		
Price county	Vilas county				
Rusk county	Waupaca county				
Sawyer county	Wood county				
St Croix county					
Taylor county					
Washburn county					

BYLAW-STATE CORRESPONDENCE

4.06 It shall be the responsibility of the Chapter Service Center, at the direction of the State President, to distribute to the Board of Directors, State Officers, Program Managers and local chapters, information, bulletins, memoranda on specific problems and subjects, agenda covering State Meetings, Rosters of State and local officers, and up-to-date copies of the State Bylaws.

POLICY - COMMITTEES

4.01 **The Elections Committee**, under the supervision of the State President, shall oversee the campaign and election of the officers of this corporation. It shall receive all required information necessary to certify the eligibility of the candidates and shall oversee the campaign and the election to ensure that no violations of the Election Policies takes place.

The Credentials Committee, chaired by appointment of the State President, shall certify all delegates to the Corporation Meetings. The Treasurer, Secretary and Legal Counsel shall be members of this committee.

The Programming Review Committee, under the supervision of the Individual Development, Community Development, and Management Development Vice Presidents shall meet at least once a year to review state projects and make recommendations to the Executive Board.

The Bylaws Review Committee, chaired by the Parliamentarian, shall meet at least once a year to review the Policies and Bylaws.

The Future Directions Planning Committee shall guide and direct JCI Wisconsin regarding future changes of a substantial nature. A Chairman shall be elected from within the committee for a one year term at the committee meeting following Mid-Year Convention prior to December 1st. The Chairman shall act as a liaison between the Future Directions Planning Committee and the Steering Committee. Membership of this Committee shall include: Parliamentarian, State President, Immediate Past President, and six members-at-large, appointed by the President. No more than three of the members-at-large shall be members of the Executive Board. Terms for the members-at-large shall be for two years in length with three appointments being made each year. The Committee will meet a minimum of once each half with reports to be given at the Steering Committee meeting following each meeting. These meetings will be open to any Wisconsin Jaycee with proper notification being given in a State communication.

Onto: There shall be up to two Jaycee ONTO Committee Chairperson's appointed from the ONTO Committee appointed by the State President.

It is recommended that one chairperson coordinate state events and the second chairperson coordinate National and International events to include the twinning program. The ONTO Committee is subject to all current ONTO PROGRAM POLICIES as revised and adopted by the FAB (Fiscal Administration Board).

JCI Wisconsin' Individual Development College will function as a standing committee of JCI Wisconsin.

The College(s) will be operated as a pass-through project of the Jaycees of Wisconsin Foundation, Inc. and will adhere to their conditions and limitations.

The college(s) will function through an I.D. College Committee composed of 8-12 members organized by the chairman. Selection will be by the prior year's I.D. College Committee. These will include: ID College Program Manager; ID College Chair-prior year program manager; JCI Wisconsin IDVP; ID College Treasurer; ID College secretary; other members selected

The I.D. College Committee will be responsible for choosing the number of college(s) to be held, site selection and fiscal affairs of the college. Any Wisconsin Jaycee Chapter in good standing is eligible to host a college.

The I.D. College Committee will report to the JCI Wisconsin Steering Committee. They will be responsible for approval of the I.D. College Committee's chairman selection and budget. The I.D. College Committee will be responsible for periodic reporting to the JCI Wisconsin Steering Committee.

The I.D. College Committee shall act in a fiscally responsible manner at all times. Any profit generated from the college(s) shall be used to fund the succeeding year's college(s). In the event a deficit shall occur, JCI Wisconsin shall cover such a deficit.

The I.D. College Committee shall make full written financial reports at each JCI Wisconsin FAB Board meeting during the months of financial activity.

The I.D. College Committee shall submit an annual budget for approval by the JCI Wisconsin FAB by August 1.

Members of the I.D. College Committee shall be members in good standing of JCI Wisconsin.

The Individual Development Vice-President shall act as an advisor to this committee and shall be an active voting member of this committee.

Other committees may be formed at the discretion of the State President.

Article 5 - Officers, Program Managers

BYLAW-ELECTIVE OFFICERS

5.01 No member of the Executive Board shall hold more than one (1) state office concurrently or fill the same office twice (2) in succession, unless approved by the Executive Board.

No member of the Executive Steering Committee may serve as President of their local chapter concurrently with their Board position.

State President

Selection: The State President shall be the preceding year's Deputy State President. In the event the position of Deputy State President is vacant, said officer shall be elected at the Mid-Year Corporation meeting of this corporation by a majority vote of the member organization delegates. Member organization representation shall be as determined in Bylaw 8.01.

Qualifications: He/She shall be an individual member, in good standing of a member organization and have served one year on the JCI Wisconsin Executive Committee, as a voting member of it.

Duties:

To serve as an ex-officio member of all State Committees.

To preside at all meetings of the Corporation.

To attend and head the Wisconsin delegation to such meetings as prescribed in Article 13.

To appoint such State Representatives as required to oversee each State Meeting or event.

To attend at least one Regional Meeting in each Region and visit member organizations at their own discretion.

To submit in writing an annual report concerning the Corporation and communicate to each Member Organization.

To be responsible for the general supervision of the affairs of the Corporation.

Vacancy: In the event the position of State President is vacant, the Deputy State President shall serve as Acting President.

Term of Office: Shall be from January 1 to December 31 of the year following the year of service as Deputy State President or elections. Should any President serve more than 6 months he/she may not run for re-election.

Deputy State President

Selection: Said officer shall be elected at the Mid-Year Corporation meeting of this corporation by a majority vote of the member organization delegates. Member organization representation shall be as determined in Bylaw 8.01.

Qualifications: He/She shall be an individual member, in good standing of a member organization and have served one year on the JCI Wisconsin Executive Committee, as a voting member of it.

Duties:

Attend all Executive Committee meetings, Board Meetings, Training Sessions and Conventions of the organization and perform all duties prescribed by the State President and Board of Directors.

Assist in the administration of Board of Director duties, should a vacancy remain on the Board of Directors.

Term of Office: Shall be from January 1 to December 31 of the year following the elections.

Vice Presidents

Selection: Management Development Vice President, Community Development Vice President, Individual Development Vice President, Membership Vice President

Four Vice Presidents shall be elected at the Mid-Year meeting of the Corporation by separate ballot in which each will be elected by a majority of the vote of the member organization delegates. Member organization representation shall be as determined in Bylaw 8.01. (Election shall be in the order they are listed above.)

Qualifications: He/she shall be an individual member in good standing and have served one year on the JCI Wisconsin Executive Committee.

Duties:

(a) It shall be the duty of the **Management Development Vice President:**

Report to the State President on a regular basis and work toward the achievement of the goals of the organization as stated in the state plan of action.

Develop a yearly plan of action following the State Plan of action for the Management area.

To supervise and be directly responsible for all Program Managers under this area.

Coordinate the development of existing and new programs in the Management Development area.

Personally recruit and promote membership growth.

Attend all Executive Committee meetings, Board Meetings, Training Sessions and Conventions of the organization and perform all duties prescribed by the State President and Board of Directors.

To serve as Ex-Officio member of FAB Board with vote.

(b) It shall be the duty of the **Community Development Vice President:**

Report to the State President on a regular basis and work toward the achievement of the goals of the organization as stated in the state plan of action.

Develop a yearly plan of action following the State Plan of action for the Community Development Area.

To supervise and be directly responsible for all Program Managers under this area.

Coordinate the development of existing new programs in the Community Development Area.

Oversee the Priority Project's Area of this organization and the selection process.

Personally recruit and promote membership growth.

Attend all Executive Committee Meetings, Board Meetings, Training Sessions and Conventions of the organization and perform all duties prescribed by the State President and Board of Directors.

To serve as Ex-Officio member of FAB Board with vote.

(c) It shall be the duty of the **Individual Development Vice President:**

Report to the State President on a regular basis and work toward the achievement of the goals of the organization as stated in the state plan of action.

Develop a yearly plan of action following the State Plan of action for the Individual Development area.

To supervise and be directly responsible for all Program Managers under this area.

Coordinate the development of existing and new programs in the Individual Development area.

To oversee the I.D. College Committee.

Personally recruit and promote membership growth.

Attend all Executive Committee Meetings, Board Meetings, Training Sessions and Conventions of the organization and perform all duties prescribed by the State President and Board of Directors.

To serve as Ex-Officio member of FAB Board with vote.

Oversee the Training area of this organization.

(d) It shall be the duty of the **Membership Vice President:**

Report to the State President on a regular basis and work toward the achievement of the goals of the organization stated in the state plan of action.

Develop a yearly growth plan showing quarterly projections for new member adds, retention, extensions and chapters with less than twenty (20) members.

Coordinate with State President, Regional Directors and District Directors.

To supervise and be directly responsible for all Program Managers under this area.

Obtain and direct the best possible Resource Team to work on extensions and Corporate Recruiting. Provide support and guidance to local chapters in the areas of recruitment, orientation, and membership activation and maintain regular contact with Provisional Chapters.

Personally recruit new members, while providing management and assistance in the start of new chapters, in our organization.

Attend all Executive Committee Meetings, Board Meetings, Training Sessions and Conventions of the organization and perform all duties prescribed by the State President and Board of Directors.

To serve as Ex-Officio member of FAB Board with vote.

Vacancy: If any of the offices under this subsection shall become vacant for any reason, the State President may appoint a qualified successor, subject to the approval of the Board of Directors. Such successor shall take office immediately and serve out the unexpired term.

Term: Shall be from January 1 to December 31 of the year following elections.

Should any Vice President serve less than six (6) months, he/she may run for reelection.

Regional Directors

Selection: They shall be elected at the Fall Region meeting of the region in which they shall serve. They shall be elected by a majority vote of the member organization

delegates. Member organization representation shall be as determined in By-Law 8.01.

Qualifications: They shall be an individual member in good standing, of a member organization and have served as a Chapter President, District Director and/or served two years on local Board of Directors.

Duties: Report to the State President on a regular basis and work toward the achievement of the goals of the organization as stated in the state plan of action.

To be responsible for the management of the Region while improving the impact of the local chapters within their communities through development of a yearly growth plan showing quarterly projections for: new member adds; retention; extensions; active chapter size; and chapters with under twenty (20) members.

Develop and implement a Regional Plan of Action based on the JCI USA Civic Leadership Certification with copies to be sent to the State President, Membership Vice President, Regional Officers and all Chapter Presidents. Deadline set by JCI Wisconsin's Executive committee.

Coordinate with the State President, Membership Vice President, District Directors, and Chapter Presidents.

Personally recruit new members, while providing the management and assistance in the start of new chapters, into our organization.

Attend all Executive Committee Meetings, Board Meetings, Training Sessions and Conventions of this organization, as well as perform all duties prescribed by the State President and Board of Directors.

To be responsible for all Regional Finances.

To coordinate and hold three regional meetings per year. (Officer Training, Spring and Fall).

To promote the objectives and programs of JCI Wisconsin, JCI USA and JCI.

District Directors

Selection: They shall be elected at the Fall Regional meeting of the region in which they shall serve. Each region shall have up to two (2) District Director who will be assigned chapters by the Regional Director or State President. Each member organization shall have one vote for each District Director position to be filled. Those candidates receiving the highest number of votes, shall be deemed elected. No chapter shall cast more than one (1) vote per candidate. When a tie vote cannot determine a winner, a second ballot shall be cast between the tied candidates.

Qualifications: They shall be an individual member in good standing, of a member organization and have served as a Chapter President, and/or served two years on the local Board of Directors.

Duties: Report to the Regional Director on a regular basis and work toward the achievement of the goals of the organizations as stated in the state plan of action.

To be responsible for the management of the District while improving the impact of the local chapters within their communities through development of a yearly growth plan showing quarterly projections for: new member adds; retention; extensions; active chapter size; and chapters with less than twenty members.

Develop and implement a District Plan of Action based on the JCI USA Civic Leadership Certification with copies sent to State President, Regional Director, and all assigned Chapter Presidents by. Deadline set by JCI Wisconsin Executive committee.

Coordinate with the Regional Director and Chapter Presidents monthly renewals and month end close outs.

Personally recruit new members, while providing the management and assistance in the start of new chapters, into our organization.

Attend all Executive Board Meetings, Training Sessions and Conventions of this organization, as well as perform all duties as prescribed by the Regional Director.

To coordinate and hold four quarterly District Meetings per year with the first to be at Regional Training.

To promote the objectives and programs of JCI Wisconsin, JCI USA and JCI.

Vacancy If the Office of the District Director should become vacant for any reason, the State President shall appoint a qualified successor, subject to the approval of the Board of Directors. Such successor shall take office immediately and serve out the unexpired term.

Term: Shall be from January 1 to December 31 of the year following elections.

Should any District Director serve less than 6 months, he/she may run for reelection.

Whenever the number of Chapters shall have increased so as to entitle a region to an additional District Director, the Regional Director may appoint the additional District Director, subject to the approval of the State President.

BY-LAW - APPOINTIVE OFFICERS AND PROGRAM MANAGERS

5.02

(a) Secretary

Selection: see By-Law 4.01(b)

Qualifications: the Secretary shall be an individual member in good standing, of a member organization and have served one year on their local Board of Directors.

Duties: To countersign all deeds, leases and conveyances executed by this Corporation, affix the seal of this Corporation thereto, and to such other papers as directed by the Board of Directors.

To safely and systematically keep all books, papers, records, and documents belonging to this Corporation.

To promptly furnish to all members of the Board of Directors the official minutes of all Corporation and Board meetings.

To serve as an ex-officio member of the Executive Steering Committee.

Vacancy: If the office of Secretary shall become vacant for any reason, the State President shall appoint a qualified successor, subject to the approval of the Board of Directors.

Term: Shall be from January 1 to December 31 of the year following the elections.

(b) Treasurer

Selection: The Treasurer shall be appointed by FAB, which must be approved by the Executive Committee by December 15th. (Update January 2014)

Qualifications: They shall have accounting and bookkeeping experience and shall be qualified to continue the Corporation's double entry bookkeeping system.

Duties: To keep an accurate account of all moneys, credits, and property of any and every nature of this Corporation.

To keep a record of all moneys received and disbursed from this Corporation's funds.

To submit a current financial statement showing income and expenditures to the established budget at each regularly scheduled meeting of the Board of Directors and Corporation.

To oversee the Ways and Means Program Manager.

To be an Ex-officio member of the Executive Steering Committee.

To serve as Ex-Officio member of FAB Board without vote.

To perform such other duties as prescribed by the State President and Board of Directors.

Vacancy: If the office shall become vacant for any reason the Fiscal Administration Board shall appoint a qualified successor, subject to approval of the Executive Committee.

Term of Office: Shall be from January 1 to December 31 of the year following elections. Treasurer can be re-appointed to a second year by the FAB with Executive Committee approval.

(c) Legal Counsel

Selection: He/She shall be appointed by the State President with the approval of the Board of Directors.

Qualifications: To be an Attorney at Law, duly admitted to practice before the Supreme Court of Wisconsin.

Duties: He/She may advise and assist the State President in the business sessions of the State Meetings.

Be available to advise as to Parliamentary Procedure as requested by the Parliamentarian.

To advise the Executive Vice President, Board of Directors and the Corporation as to legal matters of this Corporation.
To perform such other duties as prescribed by the Executive Vice President, President and/or Board of Directors.
To review the Articles of Incorporation and Bylaws of this Corporation and file his/her written reports and recommendations prior to the Annual Convention.
To serve as an ex-officio member of the Executive Steering Committee.
Vacancy: If the office shall become vacant for any reason the State President shall appoint a qualified successor subject to the approval of the Board of Directors.
Term of Office: Shall be from January 1 to December 31 of the year following the elections.

(d) Parliamentary

Selection: The Parliamentary shall be appointed by the State President with the approval of the Board of Directors.
Qualifications: The Parliamentary shall be an individual member, in good standing, of a member organization and have served one year on their local Board of Directors.
Duties: To advise the State President on Parliamentary Procedure.
To review the State Bylaws and Policies for the State Corporation and make recommendations to the Executive Board.
To review on request local Chapter Bylaws.
To consult with the Legal Counsel when deemed necessary.
To promote Parliamentary Procedure use in the local chapter.
To serve as an ex-officio member of the Executive Committee.
Vacancy: If the office shall become vacant for any reason, the State President shall appoint a qualified successor, subject to the approval of the Board of Directors.
Term of Office: Shall be from January 1 to December 31 of the year following the elections.

(e) Immediate Past President

Selection: He/She shall be the immediate past State President.
Qualifications: He/She shall be an individual or associate member, in good standing, of a member organization.
Duties: He/She shall act as an advisor to the President.
To serve as Ex-Officio member of FAB Board with vote.
Head the state delegation to National Convention. Perform such duties as prescribed by the President.
Vacancy: If for any reason the immediate Past President is unable to serve, the preceding immediate Past State President shall so serve.
Term of Office: Shall be from January 1 to December 31 of the year following the elections.

(f) Fiscal Administration Board

Creation and Purpose: The fiscal affairs of this corporation shall be vested in and administered by, with the advice of the Executive Committee, a Fiscal Administration Board.
Membership and Selection:

(a) Fiscal Administration Board

The Fiscal Administration Board shall be composed of four (4) members appointed by the President with the approval of the Executive Committee. Members so selected for the Fiscal Administration Board shall serve two (2) year terms and shall be staggered in such manner so that one-half (½) of the Board completes their term each year.
Such appointments to the Fiscal Administration Board shall be made based on Professional qualifications and what fiscal and administrative resources they can offer the Board.

(b) Ex-Officio Members and Advisors

Ex-Officio members of the Fiscal Administration Board with vote shall include the President, Past President, State Vice Presidents, immediate Past State Treasurer, and Ways and Means Program Manager.
The Fiscal Administration Board, within the confines of their budget, shall have the authority to employ such advisors as it deems necessary, based on what resources they can offer.
The current State Treasurer serve as ex-officio members of the Fiscal Administration Board without a vote.
Duties: The Fiscal Administration Board shall direct and approve all current expenditures of the Corporation.
The Fiscal Administration Board shall regularly review and study the financial condition and operation of the Corporation throughout the year and shall:
Keep the Executive Committee fully informed as to the financial condition and operation of the corporation throughout the year by monthly budgetary reports revisions to be footnoted.
Advise the President and Treasurer and Executive Committee on all financial matters.
Recommend necessary changes and adjustments to the budget to the Executive Board of Directors and the reasons therefore.
To administer all policies pertaining to the use and distribution of the mailing list of this Corporation.
The Fiscal Administration Board shall prepare, and the Treasurer shall present, the budget for the next fiscal year to the Board of Directors for approval no later than December 15th.(Update January 2014) The budget, when adopted, may be amended at any time by the Board of Directors, but only on approval by the Fiscal Administration Board.
All Ways and Means Projects presented to the Executive Committee or Board of Directors for Consideration, all expenditures not in the current budget shall be referred to the Fiscal Administration Board for their consideration and recommendation prior to final consideration by the Board of Directors.
The Fiscal Administration Board, shall on all such referrals, make their recommendation to the referring agency within thirty (30) days of the date of referral.
The Fiscal Administration Board shall periodically review all internal and external fiscal control systems and procedures of the Corporation and submit its recommendations to the President, Treasurer and Executive Committee for consideration and approval.
The Fiscal Administration Board shall select the following year's Treasurer, which must be approved by the Executive Committee by December 15th. (Update January 2014)

(g) Primary and Secondary Advisory

A primary advisor and a secondary advisor shall be appointed by the State President to serve as national advisors. Said advisors shall serve as delegates to an Institute Steering Committee, if JCI Wisconsin has affiliated with an Institute within JCI USA. Said advisors shall be governed by that Institute's Bylaws and Policies regarding duties and term of office. The primary and secondary advisor shall serve as ex-officio members of the Board of Directors without vote and shall not make or second motions.

(h) Other Appointed Officers

Selection: He/She shall be appointed by the State President with the approval of the Board of Directors.
Qualifications: He/She shall be an individual member, in good standing, of a member organization.
Duties: As prescribed by the State President.
Vacancy: If the office shall become vacant for any reason, then the State President shall appoint a qualified successor, subject to the approval of the Board of Directors.
Term of Office: Shall be from January 1 to December 31 of the year following the elections.

(i) Program Managers

Selection: See By-Law 4.01(b)
Qualifications: A Program Manager shall be an individual member in good standing, of a member organization and have served one (1) year on a member organization Board

of Directors.

Duties: To coordinate and develop a yearly plan of action for the assigned program or project.

To report to the President and the assigned Vice-President.

To attend all meetings of the Board of Directors.

To personally recruit and promote membership growth.

Vacancy Any vacancy in a Program Manager position shall be filled by Presidential appointment.

Term Shall be from January 1 to December 31 of the year following elections

ByLaw-Age LIMITATIONS

5.03 Every officer and/or appointee of this Corporation must not have reached forty-one (41) years of age before the commencement of their term of office and must be an Individual Member of a Member Organization in good standing.

ByLaw-REPLACING OFFICERS

5.04 The President shall have the right to remove from office any state officer elected or appointed with 15 days written notice, for the following reasons:

If said officer's leadership is not in the best interest of JCI Wisconsin;

If said officer has failed to comply with this Corporation's Bylaws and Policies.

The Officer in question shall have the right to appeal the decision by appearing before the Executive Steering Committee within 30 days of written notice.

ByLaw-OATH

Each officer of this Corporation shall be administered the following oath of office: "I do solemnly swear (or affirm) that I will faithfully execute the office of (name of office) of JCI Wisconsin and will, to the best of my ability, serve as a living example of this organization's philosophy and beliefs as embodied in the "Jaycee Creed."

ByLaw-BOND

5.06 All officers, members or employees handling funds of the Corporation shall be bonded in such amounts as may be determined by the Board of Directors; the expense of such bonds to be paid by this Corporation.

Article 6 - State Priority Program

ByLaw-STATE PRIORITY PROJECT

6.01 JCI Wisconsin shall recognize one Priority Project determined at Mid-Year convention with the partnership being implemented January 1 of the following calendar year. Exception-When filling a vacancy in the Priority Project, vacancy is filled with replacement as determined by JCI Wisconsin Corporation. (Updated May 2007)

POLICY-PRIORITY PROJECT BIDDING

6.01 Individuals, chapters and regions may propose a priority project and submit a proposed plan of action to the Executive Board

Applications must be filed with the State President 6 weeks prior to Executive Board Meeting

In the event a large number of proposals are submitted, the Executive Board will thoroughly examine the choices and narrow the number to four

The Priority Project proposals will be presented to the membership in the following ways:

Two mailings are allowed to be sent for Promotion

2) Information may be included in the chapter packets

3) Booth and/or forum may be set up at Convention

4) Each Project Program Promoter will be allowed 10 minutes on the agenda at Convention to present their bid to the membership. Audio visual aids may be used and are the responsibilities of the bidding promoter.

5) A three (3) minute question and answer period per bid will follow each presentation

6) The Promoter should file a list of expenses of each item to the Community Development Vice President by the Corporation meeting at Convention

A long term Priority Project shall be adopted by JCI Wisconsin Corporation. The charitable organization and JCI Wisconsin Executive Committee will facilitate a mutually beneficial contract for the project. In the event that the current priority project agreement ceases by the decision of either party (JCI Wisconsin or charitable organization) the bidding process will be open again for a new long term priority project. Priority Project information shall be included in either the community service or National Projects portfolio. Bidding chapters shall provide an individual prepared bid for the Program Manager Position for the first year of the Priority Project.

1) A simple majority vote will select the project

2) In the event a majority vote is not reach by the end of two ballots, the proposal having the least number of votes shall be withdrawn. (Updated September 2006)

Article 7 - State and Regional Meetings

ByLaw-CORPORATION MEETINGS

7.01 Regular: The members of this Corporation shall meet two (2) times each fiscal year; at the Mid-Year Convention which shall be held on the second or third weekend in September and at the Year End Convention which shall be held on the last weekend in January or first weekend in February. Weekend is defined to begin on Saturday. When there is a conflict with a JCI USA event or meeting then JCI Wisconsin's Board of Directors may move the corporation meeting to a reasonable date that does not conflict.

Special, How Called Upon the written request of not less than twenty percent (20%) of the Member Organizations of this Corporation in good standing or at the request of the President, it shall be the duty of the President to call a special meeting for such purposes as may be stated in such written request.

Notice Required for Special Meeting Notice of special meetings, stating the purposes of the meeting, and the matters of business to be considered shall be given to each Member Organization at least fifteen days prior to date of said meeting. Only such matters shall be acted upon as are specifically set forth in the call for such meeting unless a majority of the Member Organizations are present and represented by at least one delegate from each Member Organization, and such requirement is waived by them by a two-thirds (2/3) vote.

Quorum: One or more delegates representing no less than 25% of the Member Organizations in good standing shall constitute a quorum at any meeting of the Corporation.

Voting: Shall be prescribed in Article 8.

ByLaw-BOARD OF DIRECTORS MEETINGS

7.02 See By-Law 4.04

ByLaw-EXECUTIVE COMMITTEE MEETINGS

7.03 See By-Law 4.03

ByLAW-EXECUTIVE STEERING COMMITTEE MEETINGS

7.04 See By-Law 4.02

ByLAW-REGIONAL MEETINGS

7.05

Regular Each Regional Director shall arrange to hold three (3) Regional business meetings each year for his/her Region. These meetings shall be called the Regional Officer Training, Fall and Spring Regional Meeting, and the Spring and Fall Regional shall be held on such dates as set by the State President.

Special The Regional Director shall schedule such other meetings within his/her Region as he/she may deem to be in the best interest of this Corporation.

Quorum The quorum for any business to come before a Regional Meeting shall be a delegate, voting in person from at least one-half (½) of the Member Organizations in good standing within the Region.

Voting shall be as prescribed in Article 8.

ByLAW-ROBERT'S RULES OF ORDER

7.06 For the Conduct of business at any meeting hereunder, the current edition of Robert's Rules of Order "Newly Revised" shall apply.

POLICY - BID CONTRACTS

7.01 Member organizations desiring to make a bid to serve as host for any state meeting or event shall do so in accordance with the terms and conditions set forth in the bid contracts and these policies. Said bid contracts shall be in such form as the Board of Directors shall determine. Bid contracts shall all be distributed by the state office and returned the same with necessary fees enclosed. All Chapters hosting a state meeting or event, will be required to show proof of insurance for the event or meeting. JCI Wisconsin must be listed as an additional insured. Chapters not providing such proof will be insured through JCI Wisconsin liability insurance policy at their own expense.

POLICY - FILING FEES AND PERFORMANCE BONDS

7.02 All bid contracts for JCI Wisconsin Meetings or events shall be accompanied by a check in the following amounts. Convention may be bid 3 years in advance.

Officer Training School	\$50	\$100	\$150
Jaycee Sporting Event	\$50	\$100	\$150*
Mid-Year Convention (2nd or 3rd weekend September)	\$100	\$100	\$200
Year End Convention (last weekend in Jan. or 1st weekend in Feb.)	\$150	\$150	\$300
Other JCI Wisconsin Event	\$50	\$100	\$150

Deposits of unsuccessful bidders shall be returned to them. Deposits of successful bidders shall be transferred to the general fund of the Corporation. Such deposits transferred to the general fund of the Corporation shall NOT be a credit toward moneys owed under the provisions of Policy 7.01. Filing fees of successful bidders become the property of JCI Wisconsin. Performance bonds will be returned to host chapters upon completion of the project and acceptance of the final PMG to be sent c/o State President to the Chapter Service Center within 45 days of close of the event. Once chapter receives bid, any changes on that bid must be approved by the Executive Committee.

7.03 POLICY - DATES FOR SELECTION OF HOST ORGANIZATIONS

Mid-Year Convention	Mid-Year Convention unless < 18 months;	Corporation Steering Committee
Year End Convention	YearEnd Convention unless < 18 months;	Corporation Steering Committee
Other JCI Wisconsin Event	No less than 6 months up to 18 months prior to event	Board of Directors
Jaycees Sporting Events (ex. Softball, Bowling, Darts, Golf, etc...)	No less than 6 months up to 18 months prior to event	Board of Directors (Updated May 2007)

POLICY-LIMITATIONS ON BID SUBMISSIONS

7.04 If at least one properly completed bid contract is submitted to the chapter service center, within the time specified in the bid contract, no other contract shall be considered unless timely submitted bid(s) are not approved.

POLICY-FORMAL BID SUSPENDED

7.05 In cases where no bid contract is submitted within the specified time, the Board of Directors shall review bids at the next available Board of Directors meeting to determine the bid winner.

7.05 (b) In the event that no bid is received for a state convention within the specified time, the State Steering Committee and State Office personnel shall start preparations towards holding said convention. The site must be within the state limits in an area where a local Jaycee chapter is in close proximity to provide assistance in running said convention. Local Jaycee Chapter will be given monetary compensation subject to the written sponsorship agreement approved by the local chapter and the Steering Committee.

POLICY-EXPENSE OF STATE OFFICERS AND GUEST

7.06 The host organization shall provide the following for Mid-Year and Year End Conventions:

(a) One (1) Complimentary All Events Tickets for every 25 paid All Events Registrations, including State Officer Registrations.

The host organization shall provide eligible Executive Board Members the following for Mid-Year and Year End Conventions:

(b) All Events Tickets on the following scale:

(1) 0-249-All Events Early Registration, including State officer registrations: No Free Ticket-Eligible Executive Board Members will pay half the All Events Ticket Price.

(2) 250 + -All Events Early Registration, including State Officer Registrations: One(1) Complimentary All Events Ticket per eligible Executive Board Member.

(c) Lodging to eligible Steering Committee Members on the following scale:

(1) 0-249-All Events Early Registrations, including state officer registrations-One(1) night for each eligible Steering Committee Member and Two(2) nights for Guest.
 (2) 250 + - All Events Early Registrations, including state officer registrations – Two(2) Nights for each eligible Steering Committee Member and two(2) nights for a Guest.
 Eligibility: An Executive Board Member has fulfilled the written expectations set by the State President for their respective position.
 Implementation: The State President will review the eligibility with each Executive Board Member no later than 45 days prior to the first day of a convention.
 The State President will provide a list of Executive Board Members who meet the eligibility requirement to the Host Organization no later than 30 days prior to the first day of a convention. (Updated May 2007)

POLICY-PROHIBITED ACTIVITIES

7.07 The following are some of the prohibited activities for which the sanction referred to in the corresponding By-laws section may be invoked:
 (a) Showing pornographic slides, pictures or movies.
 (b) Allowing obscene disrobing by entertainers.
 (c) Allowing other types of obscene, lewd, lascivious or conspicuously immoral entertainment.
 (d) Willful destruction, defacement, or damage to public or private property, which brings substantial discredit upon the organization.

POLICY ADMISSION CHARGES AND COST

7.08 Host organization shall charge an admission charge. Said admission charge shall cover all cost and may include a reasonable profit. When the corporation meeting is held in conjunction with any event listed in Policy 7.03, fees for admission to the corporation meeting shall not be allowed. No additional registration fees will be allowed.

POLICY EXTERNAL AWARDS

7.09 Awards shall be made each year by this Corporation and it is recommended that at least the following awards be given: Five Outstanding Young Adults, Five Outstanding Young Wisconsinites and such other awards as the Board of Directors or Member of this Corporation may from time to time direct.

POLICY INTERNAL AWARDS

7.10 The Internal Awards program shall be designed to give recognition to Local Chapters and Individual members for outstanding work done during the year in various Jaycee activities. Enumeration and description of these awards shall be disseminated by the Chapter Service Center at least once each year. Its intent is also to encourage uniform project participation and to disseminate information to all members. It is recommended that at least the following awards be given:
 Individual Members First Timers Award, C. William Brownfield, John H. Armbruster, Speak-Up, Wibby Award (under age of 25), Robert A. Olen, Jr. Memorial Award (handicap), Sandra Lee Knudson Memorial Award (veteran member), John Umhoeffer #1 District Director, Denise K. Bertucci Memorial Award, and Outstanding Officers as determined by the awards protocol. (Updated May 2007)

POLICY-CORPORATION MEETINGS

7.12 At the discretion of the President, one additional Corporation Meeting can be called and held during the year, circumventing By-Law 7.01 (b) Special, How Called. (May 2007)

Article 8 - Voting and Elections

ByLAW-REPRESENTATION

8.01 Each member organization in good standing shall be entitled to the number of representatives at Regional and JCI Wisconsin Corporation meetings as provided in the following schedule:

1 through 19	0
20 through 25	3
26 through 40	4
41 through 60	5
61 through 80	6
81 through 110	7
111 through 150	8
151 through 190	9
191 through 230	10
231 through 270	11
Every additional 40	1 additional

No member organization shall be entitled to a greater number of representatives than the number of individual members of the member organization certified and in attendance at the respective meeting. A certified individual is defined as a member who has been submitted to the corporation by the local President or authorized representative on the certification form for said meeting. All votes of member organizations shall be cast by the member organization's authorized delegates, one of whom shall be the local President and/or the local State Director, or their authorized representative.

ByLAW-DETERMINATION OF REPRESENTATION

8.02 Representation shall be determined by the number of Individual Members listed for each Member Organization on the records of JCI USA. Such totals may be certified for any Member Organization by JCI Wisconsin's Chapter Service Center, and shall be conclusive and not subject to challenge.

ByLAW CERTIFICATION OF DELEGATES

8.03 Only properly certified delegates or their alternates may be seated on the convention floor. Delegates or alternates from Local Organizations having outstanding bills owing to JCI Wisconsin shall not be entitled to certification or to seats on the convention floor. Member organization shall go to a prescribed certification area to certify to vote. Said area shall be open for certification for a minimum of 1 hour, and shall close at the commencement of voting.
 All delegates shall be provided with distinguished badges to make them more easily identifiable.

ByLAW-ELECTION COMMITTEE

8.04 An Election Committee, comprising of 3 members shall be appointed by the State President and approved by JCI Wisconsin's Board of Directors no later than the June Board Meeting. The Elections Committee will set further rules as approved by the Board of Directors at the Mid-Year Board retreat and/or no later than June 30th, govern all election campaigns by candidates for elective office of this Corporation. The Election Committee shall check the nomination papers to all candidates and shall certify those candidates who meet the requirements of these Bylaws and the Bylaws of JCI USA. Only those candidates certified by the Election Committee shall have their name placed

before the Mid-Year Meeting of the Corporation for consideration. To be certified by the Election Committee, the candidate's nomination papers shall have been filed with the Chapter Service Center or Elections Committee Chairperson not less than thirty (30) days prior to the commencement of the Mid-Year Meeting of the Corporation. This committee shall verify the qualifications of each candidate by obtaining a statement setting forth such qualifications signed by the President and State Director of the Member Organization in which the candidate is an Individual Member. This committee shall verify with the State Secretary the credentials of all delegates and alternates to insure proper certification and shall tabulate all ballots. This committee shall enforce such rules and regulations relating to elections as may be promulgated by the Board of Directors and which are not inconsistent with the Bylaws of this Corporation. (Updated September 2015)

ByLaw-VOTING AT STATE AND REGIONAL MEETINGS

8.05 Voting shall be by voice vote and if deemed necessary by a voice roll call vote. Decisions shall be as prescribed in Article 8. Only delegates properly certified according to Section 8.03 hereof shall be entitled to vote. There are no fractional votes. Roll call votes shall be taken by lot. Each delegate casting a vote shall stand during voting. The local President or his authorized representative shall announce the vote cast. Challenges of Result If a delegate challenges a vote, an open roll call vote shall be taken of the Member Organizations. If the vote is further challenged, then it shall be retaken by voice vote, openly from individual delegates or alternates in order to ascertain the correct vote. After a ballot is declared closed, no further challenges will be permitted. For Hosting State Meetings and Events Voting shall take place at the meeting of the Corporation or Board of Directors specified for each meeting or event by these Bylaws. In the event that no bidding organization shall receive a majority of the votes cast by the end of the second ballot, a third ballot shall be taken using the two (2) organizations receiving the greater number of votes on the second ballot. Voting shall be in accordance with subsection (a). Member Organization representation shall be in accordance with By-Law 8.01. The site for regional meetings shall be bid upon and decided at the preceding Regional meeting. Voting shall be in accordance with sub-section (a). Member Organization representation shall be in accordance with By-Law 8.01. If three or more properly certified candidate's names have been placed on the ballot for the same position, and one candidate has not obtained a majority of votes after the first round of voting, the candidate with the least number of votes will be eliminated until one candidate has obtained a majority of votes.

ByLaw-PROXY VOTING

8.06 The following rules shall be observed for proxy voting:
A proxy can only be used under the following conditions:
(a) Correctional and Health Institutional Member Organizations do not have to be registered or in attendance at State or Regional meetings to cast a proxy. Said member organizations shall draft a proxy in accordance with the following:
(b) When referencing voting delegates at said meeting, each proxy vote must be in writing and signed by the certified delegate giving the proxy.
A member in attendance must be there to answer the roll call at the beginning of the corporation meeting before issuing a proxy to the State Secretary or their representative. The proxy shall be delivered prior to the start of the ballot. Proxies will not be accepted once the voting has started. A "ballot" is one round of voting. A proxy must designate the person or persons who are to cast the vote by proxy. If no voting instructions are set forth on the proxy, the holder of the proxy may vote at their discretion.

ByLaw - VISITATION BY CANDIDATES FOR STATE PRESIDENT/VICE PRESIDENT

8.07 Deleted (5/18/02)

ByLaw - SANCTIONS

8.08 The elections committee shall investigate all alleged violations of the election regulations as spelled out by these bylaws, policies and election rules as approved by the Board of Directors. Violations and sanctions will be determined by a 2/3 majority of the election committee. Rulings of the election committee may be appealed to the Executive Committee, a 2/3 vote of the Executive Committee will be required to overturn the decision of the election committee.

POLICY POSTER AND OTHER PROMOTIONAL MATERIALS

8.09 It shall be deemed a violation of these regulations if any candidate or person or associations working in any candidate's behalf, defaces walls, surfaces, or causes any damage to public or private property in the promotion of his/her candidacy. Promotional materials may only be affixed as approved by host facility policies.

POLICY ELECTION EXPENDITURES

8.10 Every candidate for elective office shall submit to the Election Committee a statement of expenditures of campaign expenses and such other statements as the Committee may require. Expenditures shall be limited as follows: State President \$5,000; State Vice Presidents \$2,500; Regional Director \$1,500; including, but not limited to, the following: Preparation and distribution of campaign mail and literature; AT ESTIMATED RETAIL PRINTER'S COST: poster, photographs, and other promotional materials; entertainment expenses; reasonable cost of maintaining a local headquarters room at convention hotel, and personal or organizational stenographic services customarily used or employed by the candidate or persons or associations in his/her behalf, as well as incidental postage, and stationery expenses other than in connection with general mailings or promotional material.

CANDIDATES FOR THE OFFICE OF STATE PRESIDENT AND STATE VICE PRESIDENT SHALL NOT ANNOUNCE THEIR CANDIDACY PRIOR TO THE FIRST MONDAY FOLLOWING THE 4TH OF JULY OF THE ELECTION YEAR.

Any candidate or potential candidate shall not campaign for or endorse in any way, any other candidate or potential candidate.

POLICY CANDIDATE FILING FEE

8.03 A filing fee is required of all candidates for the office of JCI Wisconsin State President (\$100), State Vice Presidents (\$75), Regional Director (\$50), and District Director (\$25), Program Manager and other appointed officers/positions (\$25). The filing fee shall be returned to all unsuccessful candidates. (Updated May 2007)

POLICY OUTSTANDING BILLS

8.04 Chapters with outstanding bills must pay in full to be certified to vote at State and Regional elections.

Article 9 - Dues & Finances

ByLaw-DUES

9.01 Each member organization shall pay an annual membership fee per member as follows: By groups for Regular Chapter, Correctional and Institutional.

(a) Regular Chapter per regular member, as follows:
The amount of dues payable to the Junior Chamber International (JCI).

The amount of dues payable to JCI USA.

JCI Wisconsin shall receive \$13.

JCI Wisconsin will collect \$1.50 per member fee that will be sent back to each region, based on new and renewal members. The Fiscal Administration Board will set up reporting standards, recording the use of the money from this program.

(b) Correctional Institutional Chapter \$1.00 per regular member.

(c) Dues change cannot be approved by the Board of Directors, it must be a majority vote of the corporation, with a sixty (60) day written notice to the membership.

BYLAW- DUES FOR FOUNDATION

9.02 Each member organization shall pay an annual dues to the Jaycees of Wisconsin Foundation, Inc. These dues shall become payable on March 1st. Written notice shall be made to the chapters (60) sixty days prior to March 1st. Failure of payment by any chapter will mean a chapter is not in good standing. A chapter is not obligated to pay these dues if such chapter has not been in existence for at least one (1) year as of January 1. Any chapter, which fails to comply with the provisions of this By-Law, shall be ineligible to vote at any State Corporation meeting until said dues are paid.

ByLaw-PAYMENT

9.03 Payment of dues shall be made to JCI USA via the membership database by chapters and/or members according to the anniversary dues system. (Update January 2014)

ByLaw-BUDGET COMMITTEE

9.04 The Executive Steering Committee of this Corporation shall meet not later than November 15th, for the purpose of establishing a budget for the Jaycee year. The budget must then be approved by the retiring Fiscal Administration Board and the Board of Directors not later than December 15th. The budget is to be reviewed thoroughly and revised as needed. Increases in budget categories must be approved by the Board of Directors. Proposed budget revisions to be published in the "State Mailing." An accounting system must be utilized where each expenditure is charged to a specific budget category and maintained by a "chart of accounts." Only authorized "purchase requisitions" with copy to the Treasurer shall be binding to JCI Wisconsin. JCI Wisconsin State President may not individually authorize a "purchase requisition."

ByLaw-BUDGET

9.05 Following adoption of the budget, future adjustments in budget distribution occasioned by increases or decreases in income, may be made where deemed advisable by the Board of Directors on the recommendation of the Treasurer and shall be reported to the organization. When the allocated funds to any person or committee shall have been depleted, the Treasurer shall not issue further sums of money to said person or committee without the express written authority of the Board of Directors.

ByLaw-DISBURSEMENT REQUESTS

9.06 Requests for payment of bills and expenses shall be made to the State Treasurer on such forms and in such manner as he/she shall prescribe. (Updated May 2007)

ByLaw-HOTELS, MEALS, TRAVEL AND INCIDENTAL EXPENSES

9.07 State President and Vice Presidents subject to budget limitations shall be reimbursed for necessary travel, hotel and meal expenses incurred in the performance of their duties. They shall also be reimbursed, subject to budget limitations for, telephone, postage and stenographic assistance, necessary for accomplishment of their respective duties.

ByLaw-COMMITTEE EXPENSES

9.08 State Committee Chairman and committee members shall be provided with funds necessary to accomplish their assigned duties to the approval of the Board of Directors.

ByLaw – SOLICITATIONS

9.09 JCI Wisconsin shall notify the local Chapter 90 days prior to implementing a solicitation plan. The local Chapter will have no more than 45 days to provide JCI Wisconsin via email with an excel spreadsheet of businesses and local residences that should not be contacted to protect the local Chapter's sponsorship base from multiple solicitations. The chapter shall notify the FAB Committee within 45 days of original notification with concerns regarding the plan and to request an appeal to discuss the solicitation plan. The FAB Chairman will set up a meeting of the FAB and local Chapter to formally discuss the appeal. The FAB Board shall have the final approval of any fundraising project run by JCI Wisconsin. Solicitation methods for Sands Promotions, ENCORE and the Jaycee Journal shall be exempt from JCI Wisconsin notification provision of this paragraph. Local participating chapters shall be entitled to 10% of any monies remitted to the state for the event in their community prior to commissions and state expenses.

Sands Shows: Proceeds are payable to the local chapter based on submitted proof of participation at the event to JCI Wisconsin's Chapter Service Center in Appleton. Proof includes a photograph taken at the event and a copy of the localized press release (based on JCI Wisconsin provided sample press release) within 5 days following the event. Photograph to include current Jaycee member(s) and event staff member(s) in attendance at the event. A copy of the localized press release also requires a list of distribution contacts (media name, contact name, address and/or email) of those whom the press release was provided to. (Updated September 2011)

POLICY PAYMENT OF BILL

9.01 All bills for expenses incurred by JCI Wisconsin during any given fiscal year must be presented for payment during the same fiscal year, except bills for expenses incurred within thirty (30) days of the close of the fiscal year may be presented during a period not exceeding thirty (30) days after the close of the fiscal year. Payment of bills presented after the aforementioned periods shall be approved by the Board of Directors.

POLICY

9.02 Unauthorized expenses will be the obligation of the individual(s) responsible for the expense. Expenses in excess of budget allotment are the responsibility of the requester and authorizing individual.

POLICY

9.03 It shall be the policy of this Corporation that there shall, where possible, be no deficit budget or year-end deficit.

POLICY

9.04 It shall be the policy of the Corporation to invest its reserve funds in long-term investments and use temporary bank loans for working capital as needed immediately prior to dues receipt. The President and Executive Steering Committee, with the approval of the Fiscal Administration Board, are authorized to borrow funds not exceeding 12-1/2% of the budgeted income for the year in the form of loans not exceeding 90 days.

POLICY MINIMUM OPERATING BUDGET

9.05 A minimum operating balance of \$2,500 shall be maintained from one fiscal year to the next fiscal year.

POLICY FISCAL YEAR

9.06 The fiscal year of this Corporation shall be from January 1 to December 31.

POLICY

9.07 Chapter regular members must be renewed on or before the final day of the quarter or the Chapter will be assessed a \$10 late fee per late renewal by JCI USA.

Article 10 - Resolution and Policy Representation

ByLaw-EXTERNAL POLICY^{112/98}

10.01 External policy shall mean resolutions, statements, or pronouncements by or on behalf of JCI Wisconsin respecting matters of public interest of concern which are nationwide of stateside in character, timely and of special importance or significance to young men/women of JCI Wisconsin age and may be proposed by any member or officer of this Corporation and no others, and shall be consistent with this Article.

A proposed resolution, statement, or pronouncement shall be submitted in writing to the State President. The State President shall mail, via the Chapter Service Center, and document to the Board of Directors Member Organizations Presidents and State Directors. At least ten (10) days prior to the next corporation meeting.

The Board of Directors shall vote on said document and recommend passage, defeat, and/or amendments to the Corporation. A 2/3 majority is necessary for passage. The Corporation shall vote on said document. A 2/3 majority is necessary for passage.

Declarations of external policy shall expire three years after the date of their adoption unless reaffirmed by JCI Wisconsin.

Current external policy shall be published and furnished to all members of the Board of Directors.

Current external policy(s) shall be included in the State Plan of Action.

Article 11 - Advertising and Promotion - Limited

ByLaw-GENERALLY

11.01 No money shall be solicited for advertising or any other purpose in the name of the organization unless prior approval is granted by the Board of Directors, the Executive Committee, or the members of this Corporation.

ByLaw-EXCEPTIONS

11.02 With the approval of the Executive Committee, JCI Wisconsin may be authorized to negotiate with and enter into contracts to obtain paid solicitors to provide advertising for the JCI WISCONSIN JOURNAL. Such solicitations shall be made primarily among National and Statewide advertisers, and shall not be subject to the conditions of Section 11.01 above.

ByLaw-SOLICITATION OF FUNDS

11.03 When member chapters solicit financial or other support, said chapter must identify themselves to potential donors by using their full corporate name.

Article 12 - National Meetings

ByLaw-

12.01 JCI Wisconsin may be affiliated with a JCI USA Institute. Any such affiliation shall be approved at a corporation meeting upon recommendation of the Steering Committee.

ByLaw-

12.02 The State President from both the outgoing and incoming administrations shall attend the annual JCI USA Convention(s) each year and represent this Corporation at meetings of the old and new JCI USA Board of Directors. In addition, the State President each year shall attend the TOYA Banquet and attend and participate at the JCI USA Regional Institute for his/her geographic region. Attendance hereunder shall be at the expense of the Corporation, subject to the limitation permissible under the budget. In the event that supplementary funds are made available to defray expense of additional delegates, the Board of Directors may authorize other State Officers to attend at the Corporation's expense, subject to budget limitation.

ByLaw-HEAD OF DELEGATION

12.03 The sitting State President of this Organization shall be the head of the delegation in matters of business at National Meetings. In his/her absence, the State President shall designate a person to head the delegation; and if he/she fails to act, then the delegation shall select its head in caucus.

ByLaw-STEERING COMMITTEE

12.04 A Steering Committee shall consist of the outgoing State President, State President-Elect, and a Vice President. The function of the Steering Committee shall be to call and provide for state caucuses and to make recommendations on candidates.

ByLaw-DELEGATE

12.05 An individual member in good standing, of a Member Organization. The number of delegates shall not outnumber the number of votes. If said situation arises, the Steering Committee shall designate who shall be delegates or alternates.

ByLaw-VOTING

12.06 The number of votes allotted JCI Wisconsin shall be divided equally among the delegates attending a National Convention. Each delegate shall be polled for his individual vote at a caucus prior to voting. No unit rule shall be enforced.

ByLaw-CAUCUSES

12.07 It shall be the duty of the Head of the Delegation to call a caucus as soon as practical upon the arrival at the convention.

A caucus shall be called upon the request of a majority of the member of the Steering Committee or pursuant to the majority vote taken at duly called meeting of the Steering Committee or general caucus or upon the signed petition representing at least one-half (½) of the vote certified to the Convention Credentials Committee.

Prior to the commencement of the balloting, a caucus may also be called on the sole discretion of the head of the delegation.

ByLaw-QUORUM

12.08 A quorum shall consist of at least one-half of the voting delegate registered at the convention.

ByLaw-CAMPAIGN EXPENSES

12.09 No JCI Wisconsin, Inc. funds shall be used for JCI USA officer campaign expenses.

ByLaw-STATE WINNER REIMBURSEMENT

12.10 JCI Wisconsin shall provide to the competitors at National Meetings reimbursement towards their National Competition expenses (not to include State ONTO

portion) upon completion of the competition according to the budgeted figure, not to exceed \$350 per competitor. To be eligible for this reimbursement, as budgeted, the competitors need to attend all events at the National Meeting. Competitors include but are not limited to: Year End Family of the Year (possible two (2) competitors, not to include children), Brownfield, Armbruster, Speakup, WriteUp, Jaycee Jeopardy, and Debate Team. (Updated September 2015)

Article 13 - Amendments to the Bylaws and Articles of Incorporation

ByLaw-On NOTICE

13.01 The articles of Incorporation and these Bylaws may be amended at any meeting of the Corporation upon the affirmative vote of two-thirds (2/3) of the accredited delegates voting in person or by proxy (refer to By-Law 8.06), provided that a copy of proposed amendments for consideration at any such meeting shall have been mailed or emailed together with notice of the time and place of meeting to the Board of Directors, Presidents and State Directors of every member organization at least thirty (30) days prior to the date of said meeting.

ByLaw-Without NOTICE

13.02 At a meeting of the Board of Directors held immediately prior to any meetings of the Corporation and upon recommendation of three-fourths (3/4) of the Board of Directors, voting in person at such meeting, an amendment may be submitted without the notice required by Section 13.01 to the delegates at such meeting of the Corporation and the Articles of Incorporation vote of the Accredited delegates voting in person or by proxy (refer to By-Law 8.06) at such Corporation meeting.

ByLaw-MODIFICATIONS TO PROPOSED AMENDMENTS

13.03 Any modification or addition to any proposed amendment of the Articles of Incorporation or Bylaws shall be considered as having been given proper notice under Section 13.01 if the original proposal received proper notice and if such modifications or additions are in keeping with the intent of the original proposal.

Article 14 - Policies of JCI Wisconsin

The policies of the Corporation shall be as set forth. The policies of the Corporation are intended as an aid in the application of the Bylaws and as an indication of current practice with respect thereto. Matters included in the Policy Manual shall have the same force and effect as though included in these Bylaws except that in the event matters in the Policy Manual conflict with the Bylaws, the Bylaws shall take precedence.

The policies of the Corporation shall be adopted, deleted or amended in either of the following ways:

By a resolution adopted by two-thirds (2/3) vote of the Board of Directors, provided notice of the Board of Directors meeting:
In the same manner as the Bylaws of the Corporation may be amended.

Article 15 - Emergencies

ByLaw-WHAT CONSTITUTES

15.01 This By-Law and all provision hereof shall be in force and effect during the period of any full scale war in which the United States of America becomes engaged and for six (6) months after the duration thereof; also during any period of all-out or total mobilization of the manpower and resources of the United States as determined by the Board of Directors by resolution.

ByLaw-SUSPENSION OF BY-LAW

15.02 All provision of these Bylaws inconsistent with the contents of Article 15 - Emergencies - are hereby suspended for the period specified in this Article.

ByLaw-POSTPONEMENT OF ANNUAL MEETING

15.03 Any meeting of the Corporation, Board of Directors, or Regional Election Meetings, may be postponed beyond the time provided by these Bylaws during any emergency period as defined under Article 15 at the discretion of the Board of Directors. Such meetings may be rescheduled at any time or place designated by the Executive Committee upon proper notice.

ByLaw-ELECTION OF OFFICERS

15.04 In the event any Mid-Year Meeting of the Corporation is postponed as provided in Article 15, the Board of Directors, not later than October 1, shall mail by regular mail ballots for the election of state officers to the State President, State Vice Presidents, Regional Directors, District Directors, as well as to the Presidents and State Directors of each member organization. The ballots shall contain the names of at least two (2) nominees for the office of State President, at least twice as many nominees as there shall be vacancies in the offices of District Directors. Also, for regions where no Regional Director has been elected for the coming year, the ballots to Member Organization in each of those regions shall contain the names of at least two (2) nominees for Regional Director in each respective region. All nominees before being placed on the ballot shall be selected by a majority vote of the Executive Committee. Qualifications of all nominees shall be as provided in these Bylaws. A special meeting of the Corporation shall be called and properly noticed at this time by the Board of Directors for the purpose of electing officers and for such other purposes as the Board of Directors designates. Members shall have the privilege of casting their allotted number of votes in person or by proxy (refer to By-Law 8.06). The membership of the Board of Directors selected as provided in Section 15.03 shall be immediately submitted for approval to a special meeting of the Board of Directors properly called and notified by the new State President for such purposes designated by him/her. Members of the Board of Directors shall have the privilege of voting by proxy at such special meetings. (Updated May 2007)

Article 16 - Headquarters and Employees

ByLaw-HEADQUARTERS LOCATION

16.01 The principal office of this Corporation shall be in the City of Appleton, County of Outagamie, State of Wisconsin.

ByLaw-HEADQUARTERS

16.02 The primary and only function of the headquarters shall be that of servicing the local organization members and the state organization so that they might best carry out the purposes and policies of this Corporation.

ByLaw-OFFICE HOURS

- (a) The office shall remain open every week of the year.
- (b) Hours of operation shall be determined by the Executive Committee and published in the annual directory.

ByLaw-EXECUTIVE VICE PRESIDENT

16.04 There shall be an Executive Vice President who shall be the chief administrative officer and business manager of JCI Wisconsin, Inc., responsible for the successful implementation of all Bylaws, policies, and directives of the Corporation's Executive Committee and/or Board of Directors. He/she shall be the chief full-time employee, responsible for organizing, planning, and controlling the efficient and effective delivery of services to the Corporation and its member Chapters. He shall serve until his resignation is accepted by the Executive Committee. In the event the Executive Vice President position remains vacant, the duties and responsibility of this role will be assumed by the Officers of the Executive Committee and/or Office Staff.

Selection The Executive Vice President shall be selected by a Selection Committee comprising the Chairman of the Board, State President, Treasurer, Legal Counsel, and State Vice Presidents. The President shall be the chairman of the Selection Committee. The Selection Committee shall interview all applicants. If they deem it necessary, they shall have the authority to retain the services of an outside professional organization for the purpose of aptitude tests, interviews and screening.

Upon completion of all interviews, screening and testing, they shall make a recommendation to the Executive Committee. Should the Executive Committee approve the candidate, they shall direct the Selection Committee to negotiate a contract of employment. Said contract shall be approved by the Fiscal Administration Board, Legal Counsel and Board of Directors and shall contain among other terms the provisions of those policies of the Corporation and job description concerning the position of Executive Vice President. Said contract shall not be altered or amended unless approved by the Fiscal Administration Board, Legal Counsel, and Board of Directors.

Qualifications The Executive Vice President:

Shall be a member or an associate member in good standing of a local organization. If he/she is not a member at the time of his/her employment, said employment shall be conditional until his/her application for membership has been accepted.

It shall be the policy of the Corporation that priority should be given and all efforts exhausted to obtain a qualified Jaycee for Executive Vice President.

(c) Prohibitions

He/she shall refrain from taking any role, active or passive, on behalf of any person who is a candidate for any office of this Corporation who is a candidate for any office of this Corporation or any of its affiliated regions, districts, or local organization members, or on behalf of any region, district or local organization member engaged in bidding for a state, region or district event.

He/she shall not become a candidate for any state, region, district, local office, directorship or chairmanship during his/her term of employment or the following six (6) months, nor shall he hold any such office, directorship or chairmanship by appointment during his term. Proof of violation of the provisions of the section, upon presentation to the Executive Committee shall be deemed to be grounds for immediate dismissal.

He/she shall, in general, refrain from all conduct which will disgrace, degrade, or debase the Corporation or bring it in disrepute with its members or the general public. Conduct such as the following, but not limited to it, shall be cause for immediate discharge.

Failure to carry out the Bylaws, policies, rules, regulations, and directives of the Corporation's Executive Committee and/or Board of Directors.

Insubordination.

Use of abusive language toward another person.

Intoxication or public drunkenness.

Unauthorized possession of narcotics.

Dishonesty or theft.

Deliberate misconduct which results in damage to property or person.

Specific Responsibilities as detailed in written employment agreement.

A written employment agreement shall specify full time employment as no less than, but not limited to thirty five (35) hours per week.

2.) The Executive Committee may fill this position as a part-time position with the approval of the Fiscal Administration Board, Legal Counsel, and the Board of Directors.

Base Compensation shall be adjusted accordingly.

(e) Organizational Relationships.

In all matters, the Executive Vice President shall be ultimately responsible to the Board of Directors, Executive Committee, and shall, within reason, assist and cooperate with all duly elected and appointed officers of JCI Wisconsin, Inc.

In all administrative matters and matters relating to the proper discharge of his/her duties as outlined herein, he/she shall be primarily responsible to the State President.

In all fiscal matters, he/she shall be primarily responsible to the Fiscal Administration Board and Treasurer respectively.

(f) Termination

The Executive Vice President shall be removed only after a hearing before the Executive Committee and after it is determined that a continuation of his/her services is prejudicial to the best interests of the Corporation. Such hearing shall take place only after the Executive Vice President is given notice. Said notice shall be in writing and directed to the Executive Vice President's last known address at least ten days in advance of the hearing date. It shall contain a date, time and place certain, for the hearing and the reasons for the consideration of his/her termination.

ByLaw-OTHER STAFF PERSONNEL

16.05 There shall be such other staff members as the Corporation shall from time-to-time employ and whose salaries shall be set by them within the limits set by the Board of Directors, upon recommendation by the Fiscal Administration Board.

(a) The state Office Administrator shall be a paid, hourly non-exempt employee of the Corporation, under written contract approved by the Fiscal Administrator Board.

Selection The Office Administrator shall be selected by the Executive Committee, upon the recommendation of the State President, who may create an ad-hoc committee for assistance in making a recommendation. Upon selection, the Corporation shall enter into a written contract of employment with the person selected upon such terms and conditions as the President, with the advice of the state Legal Counsel, may recommend, and the Fiscal Administration Board may approve.

(b) The Corporation may utilize volunteers to assist in the operation of the daily functions of the Chapter Service Center. All volunteers shall not be considered employees nor are they accorded any benefits as such. Any volunteer shall be provided a written copy of these Bylaws.

ByLaw-STAFF

16.06 The JCI Wisconsin office shall not direct, control, or formulate the policies of the Corporation. It shall coordinate activities and shall administer programs under the direction of and under the supervision and guidance as imposed by the Bylaws and established policies.

ByLaw-POLITICAL ACTIVITIES

16.07 No employee of this Corporation shall engage or participate, directly or indirectly, in any State or Local JCI political activities.