

BYLAWS OF THE JUNIOR LEAGUE OF ST. JOSEPH

Article I. Name, Affiliation, and Purpose

The name of this organization shall be "The Junior League of St. Joseph" (hereafter called "JLSJ"). The JLSJ shall be a member of the Association of Junior Leagues International, Inc. (hereafter called "AJLI"). The purpose of the JLSJ is an organization committed to developing the potential of women, promoting volunteerism, and improving the community through the effective action and leadership of trained volunteers. Its purpose is exclusively educational and charitable. The JLSJ reaches out to women of all races, religions, and national origins who demonstrate an interest in commitment to volunteerism.

Article II. Membership

Section 1. Members

Only women who comply with the requirements of AJLI shall be admitted to New Member membership by this League. No member shall at one time be a member of more than one Junior League.

1. New Member- New Members are those who are engaged in training established by an individual Junior League to prepare them for effective community and League involvement. New members are required to pay dues, meet membership requirements, and complete the new member program.
 - a. New members are eligible to join from June 1 to December 31.
2. Active- Active Members are those members who have completed New Member training and justify active membership by demonstrating volunteer service to their communities and their League as defined by their individual Junior Leagues. Active Members are required to pay dues and meet membership requirements (at least three Junior League events within a League year).
3. Sustainer- Sustaining Members are those members who have completed a new member period and served at least five active years in the JLSJ and continue to support their League and community. The grant of sustaining membership does not excuse the member from all financial commitments to the JLSJ. Sustainers are required to pay sustainer dues.
4. Emeritus- Upon reaching 80 years of age, emeritus membership will be granted to a Sustaining Member in good standing. This permanently excuses the member from all financial commitments to the JLSJ. Emeritus membership will be reflected on the JLSJ roster, and JLSJ will have no financial obligation to AJLI for such membership.

Section 2. Change in Membership Status

1. Sustainer Status- After fulfilling the new member period, at least five years in Active status, and all financial obligations, a member may request Sustainer status. A written request needs to be sent to the President or Vice President of Communications by March 1. The Executive Board will vote on this change and notify the member within five business days of the meeting.
2. Transfer- New, Active, and Sustaining Members shall have the privilege of transferring membership from one Junior League to another. The privilege of transfer need not extend to a person who has been dropped or expelled from membership by the league to which transfer is desired.

A new member who transfers to another Junior League shall be granted active status in the receiving Junior League after completing the New Member course unless she has reached the

age limit for active membership of the receiving league, in which case she will be granted sustainer status.

An Active member may transfer to another Junior League only in a membership classification determined by the age restriction of the receiving Junior League.

A Sustainer member may transfer to another Junior League in the sustainer category of membership.

The receiving Junior League must complete and acknowledge the transfer of membership within 90 days of receipt of the transfer card.

New Member, Active, and Sustaining members pay dues to the Junior League to which they belong on May 1. A member whose written request for a transfer is postmarked between July 1 and December 31 owe the sending League 50 percent of its current year dues exclusive of AJLI's per capita charge, plus AJLI's per capita charge because she was on the sending League's roster as of the AJLI annual dues billing date. She owes the receiving League 50 percent of its current year dues exclusive of the AJLI per capita charge because she was on the receiving League's roster.

A League member whose effective date of transfer falls between January 1 and June 30 owes the sending League a full year's dues and owes the receiving League no dues for the year whose fiscal year ends funding the January 1 to June 30 period during which she transfers. She would owe the receiving League a full year's dues for the following fiscal year, which in fact may have begun with her new league on May 1 or June 1, possibly before she transferred, and she would owe the sending League nothing for their following fiscal year.

There shall be a transfer fee for Actives of \$10 and for New Members of \$35.

3. Leave- A member requesting any type of leave/resignation is responsible for immediately notifying the President or Vice President of Communications in writing. This status is for the next League year and those granted leave will be required to complete all financial and membership commitments. The Executive Board will vote on this change and notify the member within five business days of the meeting.
4. Emergency Leave- A member who shows just cause may be excused from active member requirements and any additional financial commitments for the remainder of the current League year. This excludes any outstanding AJLI dues requirement. Notification should be in writing to the President or the Vice President of Communications. The Executive Board will vote on this change and notify the member within two business days of the meeting.
5. Resignation- Any Member who has paid her dues and fulfilled all financial requirements may resign in good standing. Members wishing to resign must notify the President or Vice President of Communications in writing. The Executive Board will vote on this change and notify the member within five business days of the meeting.
6. Removal- A member may be removed from the JLSJ for not upholding the standards of the Junior League which may include nonpayment or other serious situations at the discretion of the Executive Board. Removal requires a 2/3 vote from the Executive Board. Members up for removal will be notified in writing prior to the Board meeting. Members will be given an opportunity to address the Executive Board immediately prior to the vote. The Executive Board will vote and the member will be notified of results within two business days.
7. Reinstatement- Active Members who are on leave or have resigned in good standing may be reinstated after a majority vote of the Executive Board. Members are responsible for the current

year's dues upon reinstatement. A member who has been removed from membership may not be reinstated.

8. Non-resident- Active and Sustaining members who are living at a distance from St. Joseph sufficient to make fulfillment of the volunteer service or other requirements impossible at least nine months in each year are eligible to request the non-resident privilege and may not vote or hold office. Non-resident members will be required to meet dues requirements. Requests for this status should be in writing to the President or the Vice President of Communications. The Executive Board will vote on this change and notify the member within five business days of the meeting.

Article III. Executive Officers

Section 1. Executive Board

The Executive Board shall consist of the following officers: Immediate Past President, President, President Elect, Vice President of Finance, Vice President of Communications, Vice President of Community Impact, Vice President of Fundraising, Vice President of Member Relations.

1. Immediate Past President- Is a member of the Executive Board. Is an advisor to the President and JLSJ. Leads elections for the JLSJ.
2. President- The President shall be the executive officer of the JLSJ. Shall preside at general membership meetings and Executive Board meetings of the JLSJ. Shall be a member ex-officio of all committees. Shall, with the approval of the board, appoint other committees as needed. Shall call special meetings of the Executive Board. Shall, with the Vice President of Finance, sign all contracts authorized by the Executive Board. The Allocations Director reports to this officer.
3. President Elect- Shall lead the Recruitment efforts of the JLSJ. Shall assume duties of the President in her absence. Shall serve as parliamentarian. Shall, with a committee, review and revise all governing documents of the JLSJ including bylaws, membership requirements, and policies and procedures. The Documents Committee and Recruitment Committee report to this officer.
4. Vice President of Community Impact- Shall act as public relations liaison between the JLSJ and community groups. Shall maintain a record of opportunities and requirements and fulfillment of those requirements per member. Shall communicate with and organize volunteer opportunities with agencies around the St Joseph community. Shall maintain volunteer opportunities on the JLSJ website. The Director of Cinderella's Closet and the Advocacy Director report to this officer.
5. Vice President of Finance- Shall be the custodian of the funds of the JLSJ. Shall authorize payments in accordance with the budget to approved co-signers. Expenses not provided for in the budget shall be incurred and paid only upon order of the Executive Board. Shall keep full and accurate accounts and shall present financial statements at the Executive Board and regular meetings. Shall make all the deposits of the JLSJ and shall invest the long-term investments of the JLSJ (i.e., all CDs and money market accounts). Shall be responsible for calculating monthly financials. Shall, with the President, sign all contracts authorized by the Executive Board. Shall serve as chairman of the Finance Committee. The finance committee shall conduct an annual end of fiscal year audit. This is a two-year term. The Assistant Finance Director reports to this officer.

6. Vice President of Communications- Shall keep the minutes of all meetings of the JLSJ including Executive board, General Meetings, or other meetings as needed. Shall maintain a file of essential records including members and their information and reports. Shall update member information with AJLI as needed. The Public Relations Director reports to this officer.
7. Vice President of Fundraising- Shall be responsible for the coordination of JLSJ fundraising. Shall serve as the chairman of the Fundraising Committee. This is a two-year term.
8. Vice President of Member Relations- Shall be responsible for New Member class education. Member & Sustainer Engagement Director and Education, Development, and Wellness Director report to this officer.

Article IV: Election, Term of Office, Office Vacancy, Office Removal

Section 1. Election and Term

Officers shall be elected at the March General Meeting for a term of one year (except for Vice President of Finance and Vice President of Fundraising). The President Elect shall automatically succeed to the President. All members can self-nominate or nominate another member for offices prior to or at the time of elections. A secret ballot will be used. A majority vote is needed to elect a person to office. Each office will be elected separately. A member may nominate themselves to each office as that office is voted on. The Immediate Past President will run the elections. In the absence of the Immediate Past President, the current President will run elections.

A member may retain her current office by popular vote for up to three consecutive years except in the case of President, President Elect, VP Finance, and VP Fundraising.

Section 2. Vacancy

Vacancies among officers shall be filled by a majority vote of the Executive Board.

Section 3. Removal

Officers can be removed by a 2/3 vote of the executive board.

Article V: Voting

Section 1. Member voting eligibility

New Members do not have voting ability except for in the event of elections for the following League year if in good standing. New Members do have a voice at all meetings. Active members in good standing have voice and vote. Sustainers do not have a voice or vote.

Section 2. Voting

Voting shall be by a simple majority of the votes cast with the following exceptions which shall pass by 2/3 majority vote by the Executive Board prior to vote by the general membership:

1. Adoption of JLSJ major projects.
2. Amendments to the bylaws, policies and procedures, and membership requirements.
3. Adoption of position statements.

In the event of extenuating circumstances and a vote must be placed in that month, the Executive Board can request the membership to vote using an online poll while following the simple majority and exceptions.

Article VI: Quorum

Section 1. Executive Board Meeting

A majority of the members of the Executive Board shall constitute a quorum.

Section 2. General Meeting

A quorum of the JLSJ shall consist of present voting members.

Article VII: Meetings

All meetings and functions of the JLSJ shall be held at facilities which do not discriminate.

Section 1. General Membership Meetings

General membership meetings shall be held year round and occur every other month at a minimum. Meetings may be held in person, virtually, or a hybrid.

Section 2. Executive Board Meetings

The Executive Board shall meet monthly. Special Board meetings can be added as needed by the President. Meetings may be held in person, virtually, or a hybrid.

Section 3. Junior League Association Conference

The JLSJ may send delegates to any of the AJLI Association Conferences. Delegates to the Association Conference shall be Active Members. An Active Member may nominate herself or another member may nominate her. The Executive Board will vote with a simple majority. The JLSJ shall pay the conference related expenses for each delegate.

Article VIII. Finances

Section 1. Fiscal Year

The fiscal year shall be from June 1 to May 31.

Section 2. Budget

The Finance committee is made up of the President, President Elect, Vice President of Finance, Assistant Financial Director, Vice President of Fundraising, Vice President of Member Relations, and two members who do not hold an Executive Board position. They shall meet a minimum of once a year to review and set the budget. The budget will be presented to the Executive Board in March and voted on by the General Membership in April.

Section 3. Dues

The Vice President of Finance shall send membership dues notices to all members by April 1. Dues are to be paid by Active and Sustainer Members by May 1. Dues will be set by the Financial Committee and

voted on by the Executive Board in March of each year. Members who have any outstanding indebtedness as of May 31 may be removed from membership by a 2/3 vote of the Executive Board. New Members' dues are due upon receipt of invoice. Those members who wish to pay their dues on a payment plan may request a payment plan with the VP of Finance.

When AJLI raises its dues the JLSJ dues will automatically be raised by the same amount.

Section 4. Investments

Funds for the JLSJ shall be invested to ensure safety of principle, high credit quality, short maturity, and immediate marketability. The investment portfolio shall be reviewed at the Finance Committee meetings. Placement of funds in any financial institution shall be approved by the Finance Committee and the Executive Board.

Section 5. Expenditures

An unbudgeted expense may be approved by the Executive Board and presented to the general membership at the next general meeting.

Authorized signers include President, President Elect, and Vice President of Fundraising. Any payments of \$1200 or more must be signed by two authorized signers.

Section 6. Fundraising

Fundraising projects should be evaluated one month after the conclusion of the project for effectiveness and profitability.

Section 7. Allocations

Community Assistance Funds, Literacy Grants, or Scholarships may be awarded annually. Recommendations from the Allocations Director will be presented to the Executive Board for approval. Requests shall be evaluated on the basis of compatibility with the purpose and position statements of the JLSJ.

Section 8. Accounts and Audit

The books and accounts of the JLSJ shall be kept in accordance with generally accepted accounting principles and shall be audited or reviewed annually by individuals of the Finance Committee who are not check signers (VP of Membership Relations and two active members who do not hold an Executive Board position) between June 1 and August 31. The audit report shall be presented to the Executive Board and made available to the general membership.

Each Junior League in the United States shall immediately send to the AJLI office evidence of any changes in its status as a Tax- Exempt Organization under section 501©(3) of the U.S. Internal Revenue Code.

Section 9. Dissolution

In the event of the dissolution of the JLSJ, its assets will be distributed to such charitable and educational organizations in the community which are tax exempt for federal income tax purposes as the Executive Board shall determine.

Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article IX. Amendments to the Bylaws and Rules of Order

Section 1. Bylaws

The Bylaws shall be reviewed annually and voted on by the Executive Board with majority vote. The passing bylaws will then be presented to the general membership for a 2/3 vote. The bylaws will go into effect on June 1.

Section 2. Robert's Rules of Order

Robert's Rules of Order Newly Revised shall be the parliamentary authority for all matters of procedure not specifically covered by the bylaws or set as specific rules of procedure adopted by the League.

Article X. Inurement of Income

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered.

Article XI. Conflict of Interest

No board member, committee member, staff member, or any other member of his/her family should accept any gift, entertainment, service, loan or promise of future benefits from any person who either personally or whose employees might benefit or appear to benefit from such board or committee member's connection with the JLSJ, unless the facts of such benefit, gift, service or loan are disclosed in good faith and are authorized by the JLSJ Executive Board. Board and committee members are expected to work out for themselves the gracious method of declining gifts, entertainment, and benefits that do not meet this standard.

No board member, committee member, or staff member should perform, for any personal gain, services to any League supplier of goods or services, as employee, consultant, or in any other capacity that promises compensation of any kind, unless the fact of such transaction or contracts are disclosed in good faith, and the Executive Board or committee authorizes such a transaction. Similar association by a family member of the Executive Board or committee member or by any other close relative may be inappropriate.

No board member, committee member, staff member, or any member of his/her family should have any beneficial interest in, or substantial obligation to any JLSJ supplier of goods or services or any other organization that is engaged in doing business with or serving the JLSJ unless it has been determined by

the Executive Board, on the basis of full disclosure of the facts, that such interest does not give rise to a conflict of interest.

This policy statement is not intended to apply to gifts and/or similar entertainment of nominal value that are in keeping with good business ethics and do not obligate the recipient; rather it is the obligation of a board member to disclose receipt of a gift valued at \$100 or more.

Any matter of question or interpretation that arises relating to this policy should be referred to the Executive Board for decision and/or for referral to the JLSJ Board for decision, where appropriate.

Article XII. Subordination and Operational Limitations

These bylaws are subordinate and subject to all the provisions of the Articles of Incorporation (and amendments thereto) of this League and to the provisions of the Missouri General Not For Profit Corporation Act and furthermore must be consistent with and limited by the provisions of Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue law).

Notwithstanding any other provisions of these articles, the League shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Article XIII. Notice of Non-Discrimination

The League does not discriminate on the basis of race, color, national origin, sex, disability, genetics, age, gender expression and/or gender identity or any other characteristic protected by law in its programs and activities.

Article XIV. Legislative or Political Activities

No substantial part of the activities of the organization shall be carrying on of propaganda or otherwise attempting to influence legislation and the organization shall not participate in or intervene (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office.

Article XV. Officer Structure

The non Executive Board officers will report to an Executive Board member.

President's Team:

Allocations Director: Shall create, publicize, and accept applications for Grants, Funds, or Scholarships. She will present these to the Executive Board.

President Elect's Team:

Documents Committee: Responsible for reviewing and revising all governing documents of the JLSJ including bylaws, membership requirements, and policies and procedures. Members of this committee are selected by the President Elect and must include at least two non-Executive Board members and two Executive Board members.

Recruitment Committee: Responsible for recruitment events and contact with potential new members.

Vice President of Community Impact's Team:

Advocacy Director: Brings forward any current events or issues that relate to the mission and vision of the JLSJ and coordinates with the fundraising committee for advocacy related events. Coordinates the JLSJ's annual trip to Jefferson City for participation in Advocacy Day for the Junior Leagues of Missouri when applicable. Oversees the Advocacy Committee.

Advocacy Committee: Supports the Advocacy Director as needed.

Cinderella's Closet Director: Responsible for the procurement of dresses and any promotion of Cinderella's Closet. Oversees the Cinderella's Closet Committee.

Cinderella's Closet Committee: Supports the Cinderella's Closet Director as needed.

Community Impact Committee: Assists VP of Community Impact with community activities.

Vice President of Finance's Team:

Assistant Finance Director: Supports the Vice President of Finance as needed. Is a member of the Budget committee. Coordinates purchasing.

Finance committee: The Finance committee is made up of the President, President Elect, Vice President of Finance, Assistant Financial Director, Vice President of Fundraising, Vice President of Member Relations, and two members who do not hold an Executive Board position. They shall meet a minimum of once a year to review and set the budget. The budget will be presented to the Executive Board in March and voted on by the General Membership in April. Members of this committee who are not check signers shall also be responsible for completing the annual audit.

Vice President of Communications' Team:

Public Relations Director: Coordinates social media, assists with website upkeep, email lists, and press releases.

Vice President of Fundraising's Team:

Fundraising Committee: Assists the VP of Fundraising as needed.

Vice President of Member Relations' Team:

Engagement Director: This office is responsible for the engagement and social events including arrangements of the December and May dinners of the JLSJ. She is the liaison between the current members of JLSJ and the sustainer members of the JLSJ. Oversees the Member & Sustainer Committee.

Member & Sustainer Committee: Assists the Engagement Director as needed.

Education Director: This office is responsible for promoting the educational, developmental, and wellness needs of the JLSJ. This can include but not limited to scheduling speakers, workshops, wellness programs, or other development programming either at general meetings or at other times. Serves as historian. Oversees the Education Committee.

Education Committee: Assists the Education Director as needed.