



NORTH CAROLINA JCI SENATE, INC. CONSTITUTION & BYLAWS

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ARTICLE I. ORGANIZATION AND PURPOSE

- A. **ORGANIZATION:** The North Carolina JCI Senate, Inc. is nonprofit corporation 501 (C) (4) organized and existing under the North Carolina Nonprofit Corporation Act of the General Statutes of North Carolina. Incorporated with the Secretary of State on June 4, 1999, and named the “North Carolina JCI Senate, Inc.” The corporation shall be governed and managed by and pursuant to the terms of the Articles of Incorporation, the Nonprofit Corporation Act of the General Statutes of North Carolina, and this Constitution and Bylaws adopted hereafter, provided that these Bylaws, any policy adopted, and any action taken pursuant to them shall be subordinate to the forgoing authorities. The corporation shall hereafter be referred to as the “**SENATE**” with its fiscal year beginning July 1 and ending June 30 of the following calendar year.
- B. **PURPOSE:** The primary purpose of the SENATE shall be to promote fellowship among JCI Senators in North Carolina. The SENATE shall further the principles of the JCI movement and the tenets of the Jaycee Creed:

We believe that faith in God gives meaning and
purpose to human life;
That the brotherhood of man transcends the
sovereignty of nations;
That economic justice can best be won by
free men through free enterprise;
That government should be of laws rather
than of men;
That earth’s great treasure lies in human
personality;
And that service to humanity is the best
work of life.

C William Brownfield #197

The secondary purposes of the SENATE are:

- To assist JCI North Carolina (also referred to as JCI NC or NC Jaycees) in promoting the objectives of the Jaycees and encouraging the nomination of outstanding and eligible Jaycees for JCI Senatorships.
- To assist or provide counsel to JCI NC and local chapters upon request.
- To promote fellowship among JCI Senators within the United States and JCI organizations throughout the world.

ARTICLE II. AFFILIATION AND AFFIRMATION

- A. **AFFILIATION:** The SENATE is a separate entity, but is affiliated with JCI North Carolina, the United States JCI Senate and JCI (Junior Chamber International). The SENATE shall be subject to the governing authorities of those organizations when required to retain the affiliation.
- B. **BYLAWS AND POLICIES:** The Bylaws and Policies of the SENATE shall at no time conflict with the Bylaws and Policies of these organizations. Said affiliation shall in no way be affected should any of these organizations change their names.
- C. **AFFIRMATION:** The SENATE does not discriminate against any organization or member because of race, creed, color, political, sexual, religious or economic background or beliefs.

ARTICLE III. MEMBERSHIP

- A. **MEMBERSHIP:** Any individual who shall have received their senatorship in North Carolina in accordance with senatorship requirements of Junior Chamber International becomes a member of the SENATE. A JCI Senator who received their senatorship from another JCI Senate organization and now resides in North Carolina may apply for membership in the SENATE pending payment of dues to become a member of the SENATE.
- B. **DUES FOR NEW NORTH CAROLINA SENATORS:** When an individual is submitted to JCI for senatorship, an initial fee of Fifty dollars (\$50.00) is paid to the SENATE. This fee covers the first year of membership, an individual name badge and the North Carolina Senate Medallion. Annual renewal dues for subsequent years shall be Twenty-Five dollars (\$25.00) payable in the anniversary quarter of membership. Any change in annual dues shall be approved by the general membership at the Annual Membership Meeting.
- C. **DUAL MEMBERSHIP:** Any bona fide member of another JCI Senate organization is eligible for membership in the SENATE by making an application and paying annual dues.
- D. **DUAL MEMBERSHIP DUES:** Dual members shall pay the SENATE Twenty-Five dollars (\$25.00) or the regular member dues. For an additional voluntary fee of Twenty-Five dollars (\$25.00), the dual member shall receive a North Carolina

Senate nametag and medallion. Renewal dues are due in the anniversary quarter of membership.

- E. **POWER AND DUTIES OF MEMBERSHIP:** All members in good standing of the SENATE shall enjoy all rights and privileges now and hereafter afforded by the SENATE. They shall have the right to vote on issues, nominate candidates, hold position as an officer, chairman, appointment or committee member and attend functions of the SENATE, as hereafter provided. Members of the SENATE are expected to support the actions and activities of the JCI Senate organization at all levels and to carry out the duties and responsibilities of membership specifically stated in these Bylaws or as directed by the Executive Committee. Should a member not pay renewal dues in the anniversary quarter they are due, they will be removed from the active membership roster, are no longer in good standing, and must reapply for membership if they so desire.
- F. **RESIGNATION AND REINSTATEMENT:** Any member may resign or withdraw from the SENATE by written request to the Secretary, provided that all fees and dues are paid for the current fiscal year for the member to resign in good standing. Any member who has resigned in good standing may reapply for membership in the same manner as provided for new members of the SENATE including payment of all dues as is herein provided.
- G. **REMOVAL FROM MEMBERSHIP:** Any member may be removed from membership by action of the Executive Committee with a vote of two-thirds or more in favor of the action. Removal can be considered, if a member has demonstrated acts, including but not limited to malfeasance, criminal behavior or conviction, or misbehavior of any sort that is deemed not appropriate to the wellbeing of the SENATE or its members, such removal shall be permanent. Any member that is subject to this action shall be notified by the Secretary at least fifteen (15) days prior to the meeting of the Executive Committee and may appear before the committee to voice their opinion on the matter.

ARTICLE IV: LIFE MEMBERSHIP

- A. **LIFE MEMBER CATEGORY:** The SENATE established a special category of membership known as “Life Membership” available to all current members in good standing. Members pay a one-time fee to become “Life Members” and are not required to pay any future dues renewal. Life Members have a unique Life Member number. Initially twenty-four (24) numbers were reserved for Past

Presidents of the North Carolina Senate and all these numbers have been claimed.

- B. **LIFE MEMBERSHIP DUES:** The fee to become a Life Member is Two Hundred and Fifty dollars (\$250.00) or ten times the annual dues, whichever is greater. Twenty-five dollars (\$25.00) pays the current annual dues and twenty-five dollars (\$25.00) of the fee provides a nametag and pin for the new Life Member. The remaining funds are invested to pay future membership dues of Life Members.

ARTICLE V. OFFICERS

- A. **OFFICERS OF THE SENATE:** Qualification for office, election and duties of officers and directors shall be in the manner hereafter prescribed in these Bylaws. All officers must be bona fide members of the NC JCI SENATE and be in good standing. They shall carry out all the duties incident to the offices as directed by the Articles of Incorporation, statutory laws and these Bylaws. The officers of the SENATE shall be as follows and shall form the Executive Committee:
1. President
 2. Chairman of the Board
 3. Up to two (2) Vice Presidents
 4. Treasurer
 5. Secretary
 6. Regional Directors (Geographic regions as determined by the SENATE Executive Committee)
- B. **QUALIFICATIONS GENERALLY:** All qualifications for office as set forth in these Bylaws are not subject to suspension under Article XVII. Section C, unless an insufficient number of qualified candidates have filed for election. The definition of “full term” shall be the period of July 1, until the following year June 30, inclusive and matches the fiscal year of the SENATE.
- C. **REMOVAL FROM OFFICE:** The Executive Committee, at a duly convened meeting may remove any officer of the SENATE from office for good cause shown, provided that such removal vote shall be by two-thirds or more of those officers present. This provision is not subject to suspension of the Bylaws as provided in Article XVII. Section C.

ARTICLE VI. PRESIDENT

- A. **QUALIFICATION:** The President shall be a bona fide member of the North JCI Senate in good standing. The President shall not have served a full-term as State President the immediate prior year and must have served two full terms as an elected member of the Executive Committee of the SENATE.
- B. **ELECTION:** The President shall be elected by a majority of votes cast by the membership present at the Annual Membership Meeting of the SENATE, as hereafter provided in Article XIV.
- C. **TERM OF OFFICE:** The President shall serve a term of one (1) year to begin on the first day of the next fiscal year following the election at the Annual Membership Meeting beginning July 1 and terminating on June 30 of the next year.
- D. **VACANCY:** If a new President is not elected, the Immediate Past President will serve as a general contact person until a successor is elected and assumes office.
- E. **DUTIES:** The President shall preside at all meetings of the SENATE and its Executive Committee. The President shall also serve the SENATE as a representative to the Board of Directors of the United States JCI Senate and represent the SENATE at all US JCI Senate meetings. Since the SENATE has two votes at all US JCI Senate meetings, the President shall designate the second voting delegate, which will be the next highest-ranking member of the Executive Committee (VP, Treasurer, Secretary, COB respectively) if present or a NC Senator in good standing for each meeting. The President shall serve as an ex-officio member of all committees of the SENATE.
- F. **EXECUTIVE POWERS:** The President shall be responsible for the business of the SENATE and, with the approval of the Executive Committee, shall execute and administer the purposes and policies of the SENATE as established by the membership and Executive Committee.
- G. **PRESIDENTIAL APPOINTMENTS:** At the beginning of the President's term, the President shall make appointments necessary to conduct the business of the SENATE. All appointments must be bona fide members of the NC JCI SENATE and be in good standing. These appointments include:
 - Legal Counsel (Currently Licensed to practice law in NC or who are inactive and in good standing with the NC State Bar)
 - Chaplain

- Life Member Fund Trustees
- Finance Committee
- Audit Committee
- Hospitality Chairman
- First Timers Chairman
- Return the Favor Chairman
- Newsletter Editor
- Website Administrator

- H. **ADDITIONAL PRESIDENTIAL APPOINTEES:** The President shall make any additional appointments as needed by naming individuals as chairman or members of special or temporary committees with notification to but not subject to approval by the Executive Committee. These individuals or committees may report to the Executive Committee or general membership based upon the nature of their appointment.
- I. **REMOVAL OF PRESIDENTIAL APPOINTEES:** The President may remove any Presidential appointee as provided in Article VI, Section G & H, for any valid reason. Such removal shall be final and not subject to review by the Executive Committee. Replacements can be named and communicated at the discretion of the President in accordance with Article VI.

ARTICLE VII. CHAIRMAN OF THE BOARD (COB)

- A. **TERM OF OFFICE:** The Chairman of the Board shall be the immediate past president of the SENATE, whose term shall begin on July 1 and terminate on the following June 30.
- B. **DUTIES:** The COB shall work with and assist the President during the term in office. The COB shall preside in the event of an absence or vacancy in the office of the President at any Senate Meeting. The COB shall Chair the Nominations and Elections Committee. The COB is a voting member of the Executive Committee and is responsible for installing new officers and administering the oath of office. If a new President is not elected, the Chairman of the Board will serve as a general contact person until a successor is elected and assumes office. The Chairman of the Board may be considered for additional duties as requested by the President or Executive Committee.

ARTICLE VIII. VICE PRESIDENT(S)

- A. **VICE PRESIDENTS:** In order to promote the business of the SENATE and promote leadership development, the SENATE, will have one (1) and may have two (2), Vice Presidents, if desired, to split the responsibilities of this office.
- B. **DUTIES:** The Vice President(s) shall be responsible for all fund-raising activities within the SENATE. Activities may include, but are not limited to, the NC JCI Senate Sweepstakes and Silent Auction, organizing manpower for profit sharing events with Jaycee Chapters upon their request, oversight for the Bobby Saunders/Jim Ollis Memorial Golf Tournament committee and any other SENATE fund-raising activities. The Vice President(s) may consider additional duties as requested by the President or Executive Committee.
- C. **TWO VICE PRESIDENTS:** In the event there are two Vice Presidents, their individual responsibilities shall be assigned by the President after consulting the Executive Committee.
- D. **ELECTION:** Each Vice President shall be elected by a majority of the votes cast by the membership present at the Annual Membership Meeting of the SENATE, as hereafter provided in Article XIV.
- E. **QUALIFICATION:** Each Vice President shall be a bona fide member of the SENATE and have served one (1) full term as an elected member of the Executive Committee of the SENATE.
- F. **TERM OF OFFICE:** Each Vice President shall serve a term of one (1) fiscal year. Each Vice President may serve one (1) or more terms in either Vice Presidential position.

ARTICLE IX. TREASURER

- A. **QUALIFICATION:** The Treasurer shall be a bona fide member of the SENATE in good standing. The Treasurer should have a working knowledge of maintaining financial records for an organization.

- B. **ELECTION:** The Treasurer shall be elected by a majority of the votes cast by the membership present at the Annual Membership Meeting of the SENATE, as hereafter provided in Article XIV.
- C. **TERM OF OFFICE:** The Treasurer shall serve a term of one (1) fiscal year until re-elected or until a successor is elected and assumes office.
- D. **RESPONSIBILITIES:** The Treasurer will be the primary owner (responsible person) on ALL financial accounts that exist under the SENATE EIN Number (including but not limited to General Account, Life Member Fund and Special Projects accounts) or raise or spend funds in the name of the SENATE. The Treasurer shall have overall responsibility of reporting any filings as required by the State of North Carolina and the Internal Revenue Service. The Treasurer shall be responsible for collecting dues and submitting dues payments to the US JCI Senate. Proper records of dues collections, other income and expenses of the SENATE must be maintained. The Treasurer-elect along with the President-Elect is responsible for preparing a budget for the fiscal year and submit it to the Finance Committee for review and approval. Following review by the Finance Committee, the proposed budget must be considered and approved by the Executive Committee. The proposed budget must be considered and approved by the General Membership at the first SENATE meeting of the year.
- E. **DUTIES:** The Treasurer shall maintain financial records using a cash basis accounting practice, to match income and expenses within that budget. The Treasurer is responsible for a factual accounting of actual activity versus budget at each meeting and the funds held by the SENATE. The Treasurer shall grant view access to the President and COB to all the accounts. The Treasurer, with the approval of the President, may appoint a member of the SENATE in good standing as an assistant to handle the day-to-day duties for any or all of the accounts. The Treasurer may be considered for additional duties as requested by the President or Executive Committee.

ARTICLE X. SECRETARY

- A. **QUALIFICATION:** The Secretary shall be a bona fide member of the SENATE in good standing.

- B. **ELECTION:** The Secretary shall be elected by a majority of the votes cast by the membership present at the Annual Membership Meeting of the SENATE, as hereafter provided in Article XIV.
- C. **TERM OF OFFICE:** The Secretary shall serve a term of one (1) fiscal year until reelected or until a successor is elected and assumes office
- D. **DUTIES:** The Secretary shall be the custodian of all official records of the SENATE (both paper and electronic), which includes all corporate filings with the State of North Carolina and Internal Revenue Service and all documents of the Senate including but not limited to the Bylaws, Policies, and Meeting Minutes. The Secretary shall be the Recording Secretary at all meetings of the membership and Executive Committee. The Secretary may be considered for additional duties as requested by the President or Executive Committee.
- E. **NOTICE TO MEMBERS:** The Secretary shall cause the members of the SENATE to be notified in writing or electronic form of all regular and special meetings of the Executive Committee and the SENATE.

ARTICLE XI. REGIONAL DIRECTORS

- A. **QUALIFICATION:** Each Regional Director shall be a bona fide member of the SENATE in good standing.
- B. **ELECTION:** The Regional Directors shall be elected by a majority the votes cast by the membership present at the Annual Membership Meeting of the SENATE, as hereafter provided in Article XIV.
- C. **TERM OF OFFICE:** The Regional Directors shall serve a term of one (1) fiscal year until reelected or until a successor is elected and assumes office.
- D. **DUTIES:** The Regional Directors shall promote the SENATE within their respective region and have such duties as assigned to them by the President or as requested by the Executive Committee.

ARTICLE XII COMMITTEES

- A. **EXECUTIVE COMMITTEE:** The Executive Committee shall be the governing body of the SENATE.
- a. **DUTIES:** The duties and powers of the members of the Executive Committee as specified for individuals bearing the titles as specified above.
 - b. **QUORUM:** A majority of the members of the Executive Committee shall constitute a quorum for the transaction of business of the SENATE. The business of the Executive Committee may be conducted in official meetings or via correspondence, e-mail, virtual meeting or conference call as required by the SENATE.
- B. **AUDIT COMMITTEE:** To maintain trust in the financial records of all SENATE financial accounts prepared by the Treasurer, periodic reviews of these documents must be performed at the direction of the Executive Committee.
- a. **QUALIFICATIONS:** The audit shall be conducted by an Audit Committee consisting of three (3) members either past presidents or treasurers appointed by the current President at the beginning of the Senate year, if required, to report to the membership within six months. Audit committee members cannot include any persons who served as Treasurer or Assistant during the time period being audited.
 - b. **TERM OF OFFICE:** The Committee shall serve for one (1) fiscal year and meet as required.
 - c. **DUTIES:** The frequency and scope of the audit should be ongoing to maintain the financial integrity of the SENATE. The frequency of audit shall be every two years unless the Treasurer serves only a one (1) year term. The scope of the audit shall include detailed examination of all income, expenses and assets pertaining to the SENATE
- C. **BYLAWS AND POLICIES COMMITTEE:** The President may appoint a Bylaws and Policy Committee as needed or desired.
- a. **QUALIFICATIONS:** The Committee shall be comprised of the Legal Counsel, as Chairman, the Chairman of the

Board, one (1) past president and two (2) or more individual members at-large.

- b. TERM OF OFFICE: The Committee shall serve for one (1) fiscal year and meet as required.
- c. DUTIES: The Committee shall review, amend and recommend Bylaw and Policy changes for the SENATE.

D. FINANCE COMMITTEE: There shall be a Finance Committee consisting of five (5) voting members.

- a. QUALIFICATION: The Committee shall be comprised of the Immediate past Chairman of the Board as Chairman, one (1) past president, the most recent Past Treasurer not an officer, and two (2) at-large members. The Treasurer shall be a non-voting member of the committee.
- b. TERM OF OFFICE: The Committee shall serve for one (1) fiscal year and meet prior to any Membership meeting and as needed.
- c. DUTIES: To review the proposed budget from the Treasurer-elect and President-elect for the coming fiscal year and;
 - i. To recommend approval or changes as appropriate when the budget is presented for consideration to the Executive Committee.
 - ii. To make recommendations to the general membership on all requests and motions for expenditure of funds other than items addressed in the annual budget. No matter of non -budgeted expenditure shall be presented to the membership for approval until it has been considered by the Finance Committee and passed to the membership with the Committee's recommendation for approval or disapproval and its reasons for such recommendation.
 - iii. The Committee shall act promptly on all such matters and shall be required to make its presentation at the next regular meeting after a matter has been referred to the Committee by any member of the SENATE.

E. **LIFE MEMBER FUND COMMITTEE:** There shall be 5 Life Member Fund Trustees appointed by the President.

a. **QUALIFICATIONS:**

b. **TERM OF OFFICE:** The terms of office shall be: two (2) trustees serve a three (3) year term, two (2) trustees serve a two (2) year term, and the current Treasurer serves a one (1) year term.

c. **DUTIES:** The administration and investment of the Life Member funds are the responsibility of five (5) Life Member Fund Trustees

i. **LIFE MEMBER FUNDS:** Interest only from these funds is designated to pay Life Member's dues to the US JCI Senate. The interest, up to the full amount of Life Member dues that year, shall be income to the SENATE and may or may not be sufficient to cover the renewal dues. The interest should be withdrawn in the first quarter of the SENATE fiscal year. Any deficit will be covered by the general funds of the SENATE unless there has been an excess in previous years interest in the Life Member Fund that could be used for a deficit year upon the approval of the Life Member Trustees.

ii. The trustees shall report as to the value of these funds and interest earnings at each General Membership Meeting.

d. **DEATH OF LIFE MEMBERS:** Since the Life Member Fund was created to pay dues of living members, some provision should be made for Life Members who pass away during the current fiscal year. Since no future dues are required, one option would be to withdrawal some amount and transfer those funds to the general funds of the SENATE. Records exist as to the amount of the initial funds paid by each Life Member. The first seventy-five (75) paid one hundred and eighty dollars (\$180.00) and the rest paid the current amount of two hundred and fifty dollars (\$250.00), of which two hundred dollars (\$200.00) is retained in the Life Member Fund. Starting with fiscal year 2023-24, if any Life Member dies, two hundred dollars (\$200.00) would be

removed from the Life Member funds and paid to the general fund in the first quarter of the next fiscal year 2024-25. This process will help in planning the budget for the next fiscal year since it would already be known how many Life Members had died in the previous fiscal year.

F. NOMINATIONS AND ELECTION COMMITTEE:

- a. **QUALIFICATIONS:** The President shall annually appoint a Nominations and Election Committee which shall be composed of the Legal Counsel, Chairman of the Board, one (1) Regional Director and one (1) past state officer or a past President. The Chairman of the Board will be the Chair of the Committee. If any member of the committee becomes a candidate for office or campaign manager for any candidate, the President shall appoint their replacement.
- b. **DUTIES:** The Committee shall conduct the election of officers and enforce all rules and procedures as prescribed in the Bylaws.
- c. **COMMITTEE MEETINGS:** The Committee shall meet prior to the Winter Membership Meeting to develop, formulate and publish regulations regarding nomination and elections rules, consistent with these Bylaws. The Committee shall meet prior to the date of election to certify candidates for office.

G. SPECIAL PROJECT or AD-HOC COMMITTEES

- a. The President may appoint Special Project or Ad-hoc committees as needed with the consent of the Executive Committee.
- b. Special Project or Ad-hoc committees shall give a report at each Membership meeting of the SENATE.

ARTICLE XIII. NOMINATIONS FOR OFFICE

- A. **NOMINATIONS:** Nominations for President, Vice President(s), Treasurer, Secretary and Regional Directors may be filed by letter or email from the candidate to the Nominations and Election Committee

after January 1 or by nomination from the floor at Winter Membership Meeting (including acceptance by the person being nominated).

- B. **ANNOUNCEMENTS AND CAMPAIGNING:** There shall be no formal announcements or active campaigning by any prospective candidate prior to the end of the Winter Membership Meeting unless an interim election is scheduled to fill a vacancy as hereafter provided in Article XV.
- C. **NOTICE OF NOMINATIONS:** In the event that more than one candidate is nominated for any specific office before the end of the Winter Membership Meeting, the nominations for that office shall be closed and those nominees shall stand for election. If no candidate or only one (1) candidate is nominated twenty-four (24) hours prior to the hour convening the Annual Membership Meeting, the nominations shall remain open until closed by resolution of the members at that meeting. At least two weeks prior to the Annual Membership Meeting, the Chairman of the Nominations and Elections Committee shall prepare a list of all nominees for all the elected officer positions as received and publish this list to all members.

ARTICLE XIV. CONDUCT OF ELECTIONS

- A. **ELECTION:** The procedure for voting for all officers of the SENATE shall occur as established by these Bylaws under the supervision of the Nominations and Election Committee. The Chairman of the Nominations and Elections Committee or their designee shall preside over the elections at the Annual Membership Meeting. Only bona fide members of the SENATE in good standing are allowed to vote in person by secret ballot. If election of any office is uncontested, a motion can be made from the floor for the vote to be done by acclamation or proclamation instead of secret ballot. No absentee ballots shall be allowed and nominees receiving the highest number of votes cast shall be elected.
- B. **CHALLENGE TO VOTES:** If any member challenges the vote of any member, who is charged with violating the election rules, the Chairman will rule on the validity of the challenge and bar any member in violation from further voting during that election.

ARTICLE XV. VACANCIES IN OFFICES

- A. **DETERMINATION OF VACANCIES:** Any office is declared vacant upon the death, disability, resignation or removal of the member holding the office. If one (1) or more new offices are created, such new offices shall be considered vacancies for the purpose of electing new officers.
- B. **VACANCY IN PRESIDENCY:** In the event a vacancy occurs during the term of the President, the Chairman of the Board shall become contact person for the SENATE with all powers of the office of President. The Secretary of the SENATE shall call a meeting of the Executive Committee within thirty (30) days from the date the vacancy occurs, at which time the Executive Committee shall nominate one or more members, from which a successor shall be elected at the next general membership meeting. The election to fill a vacancy for President shall be conducted according to the following rules.
1. **Qualifications:** The nominee or nominees shall be qualified according to the provisions of Article VI, Section A. The Chairman of the Board may be nominated.
 2. **Voting and Term:** A majority of votes cast shall be necessary to elect a new President who shall assume office immediately and serve the unexpired term of their predecessor. The new President serving a partial year shall not be eligible for nomination as President in the subsequent SENATE year.
- C. **VACANCY IN ANY OTHER ELECTED OFFICE:** If any vacancy occurs in any other office, the President may appoint an interim officer to serve until the next General Membership Meeting at which time a successor will be elected to assume the office. The member elected to the office shall perform the full duties, rights, privileges, responsibilities and terms of the office.
- D. **VACANCY IN APPOINTED OFFICES:** If a vacancy occurs in any position appointed by the President, the President may appoint a replacement to serve the remaining portion of the vacated term. Such appointments shall not be subject to approval by the Executive Committee.

ARTICLE XVI. MEETINGS

- A. **MEMBERSHIP MEETINGS:** The President shall preside at all membership meetings of the SENATE. At least two regular membership meetings shall be scheduled each year. One in the Winter, held in conjunction with the NC Jaycees Year End Convention and another in early Fall.
- B. **ANNUAL MEMBERSHIP MEETING:** The SENATE shall meet annually and conclude no later than 15 days prior to start of the US JCI Senate National Convention upon approval by the Executive Committee.
- C. **QUORUM:** Members present and in good standing are duly registered to vote shall constitute a quorum at the Annual Membership Meeting or any other scheduled or special meetings without regard to the number of members of the SENATE.
- D. **SPECIAL MEETINGS:** The President or a majority of the Executive Committee may call Special Membership Meetings at any time or place provided notice of the purpose of the meeting is given to all members at least fifteen (15) days prior to the meeting. Notice can be by mail or written electronic communication (email).
- E. **EXECUTIVE COMMITTEE MEETINGS:** Regular meetings of the Executive Committee shall be held three times each SENATE year. A majority of the elected officers present shall constitute a quorum.
- F. **CONDUCT AT MEETINGS:** All members and visitors at SENATE meetings and events shall conduct themselves in a professional manner. The most recent version of Roberts' Rules of Order shall govern the proceedings of all meetings of the SENATE except as herein provided by these Bylaws. In the event of that any report of disorderly conduct, vandalism, or behavior tending to reflect unfavorably upon the reputation of the SENATE or its membership, to or by any members of the Executive Committee or membership, the President shall appoint two (2) members of said committee to investigate the incident. This investigation and report, together with statements from the person(s) allegedly involved, shall be received at a meeting of the Executive Committee, at which the

person(s) involved may be present. Upon completion of the hearing, the Executive Committee may dismiss the incident or by majority vote to impose one or more of the following penalties. The penalties may order the person(s) to pay for damages, receive a letter of censure, be suspended from membership for up to twelve (12) months or be expelled from the SENATE.

ARTICLE XVII. BYLAWS, POLICIES AND AMENDMENTS

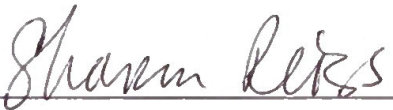
- A. **AMENDMENTS TO BYLAWS:** These Bylaws may be amended, modified or repealed by a two-thirds (2/3) majority vote of those members present at regular or special meetings, with or without the recommendation of the Executive Committee. Any amendments are required to be sent by the Secretary of the SENATE in writing and published or emailed to the general membership at least thirty (30) days prior to the scheduled meeting at which the amendments will be set for discussion and vote.
- B. **CHANGES AND ADOPTION OF WRITTEN POLICIES:** Written policies for the implementation of the business of the SENATE including officer travel reimbursements, recurring expenses for Senate activities, hospitality operations, visits by US JCI Senate guests and other detailed policies are included in the Policy Manual. These policies shall be drafted by the Bylaws and Policies committee and approved by the Executive Committee and are provided to members within fifteen (15) days of approval on the Senate website.
- C. **SUSPENSION OF THE BYLAWS:** Any provision or section of these Bylaws relating to the function, duties or responsibility of the Executive Committee or a meeting of the Executive Committee, may be temporarily suspended by a three-fourths (3/4) vote of a quorum of the Executive Committee or a two-thirds (2/3) vote of the general membership present during said meeting.

ARTICLE XVIII. DISSOLUTION OF NC JCI SENATE, INC.

- A. **DISSOLUTION:** In the event of the dissolution of the SENATE, all assets remaining after the payment of all lawful debts of the corporation shall be distributed to a charitable educational foundation as recognized as such by the Internal Revenue Code.
- B. **EDUCATIONAL FOUNDATION:** One such foundation is the US JCI SENATE FOUNDATION, INC.

ARTICLE XX. EFFECTIVE DATE OF BYLAWS

These Bylaws shall be effective February 7, 2026, if adopted by the membership of the SENATE at the Membership Meeting in Winston-Salem, North Carolina.



Secretary



President