PROPOSED AMENDMENTS TO IOWA JAYCEE ARTICLES OF INCORPORATION AND BYLAWS

If proposed amendments are adopted, the Iowa Jaycee Cabinet requests permission to re­number and re-­letter sections to account for deletions and insertions and make any necessary spelling and typographical corrections.

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| **Bylaw 6: Cabinet Section 4** |  |
| Strike “five (5)” | **If Adopted Will Read:**  There shall be not more than four (4) Vice Presidents |
| *Rationale:* *Confusing as it says both four and five vice presidents.* | |
| **Bylaw 10: Nomination and Election of Officers Section 2** |  |
| Strike “Mid-Year All State or July 1, whichever comes first.” And change to July 15 | **If Adopted Will Read:**  **Section 2.** The elections committee shall submit to the Board of Directors for its approval rules for the conduct of elections by July 15. The election rules may be amended by a three-fourths (3/4) vote of the Board of Directors. |
| *Rationale: Removing Mid-year or Fall All State* | |
| **Bylaw 10: Nomination and Election of Officers Section 1** |  |
| Replace “June 1” and change to June 15 | **If Adopted Will Read:**  **Section 1.** The election committee shall be appointed no later than June 15. Makeup of the committee shall be as defined by Bylaw 18 Section 2. |
| *Rationale:* *Sets a date point consistent with the election committee.* | |
| **Bylaw 11: Meetings and Corporations Section 1** |  |
| Add: The Annual Meeting of the Corporation may be held virtually for the purpose of elections to be held prior to October 15. | **If Adopted Will Read:**  **Section 1.** The corporation shall hold two (2) meetings per calendar year: Year End All State and an Annual Meeting of the Corporation. All meeting dates shall be determined by the Board of Directors. The Annual Meeting of the Corporation may be held virtually for the purpose of elections to be held prior to October 15. |
| *Rationale: To allow for legal virtual election and annual meeting.* | |
| **Bylaw 11: Meetings and Corporations Section 1** |  |
| Replace 5 times with 2 times | **If Adopted Will Read:**  In addition to a meeting of the Board of Directors to be held during the annual meeting of the corporation the Board of Directors shall meet a minimum of two (2) times during the calendar year. The dates and locations of these meetings shall be determined by the Board of Directors. |
| *Rationale: Changed to match realistic business needs of the organization.* | |
| **Bylaw 11: Meetings and Corporations Section 3** |  |
| Change 12 months to 6 months | **If Adopted Will Read:**  The date of each State Convention shall be communicated to all chapters 6 months prior. The location and agenda of each State Convention shall be communicated at the previous State Convention or earlier. |
| *Rationale: Changed to match realistic business needs of the organization for All-State Planning* | |
| **Bylaw 12: Representation at Corporate Meetings** |  |
| Changed number of delegates per for elections and annual meeting. | **If Adopted Will Read:**   |  |  | | --- | --- | | Class A Membership 10-19 Members | 1 Delegate & 1 Vote | | Class B Membership 20 -30 Members | 2 Delegates & 2 Votes | | Class C Membership 31-40 Members | 3 Delegates & 3 Votes | | Class D Membership 41-50 Members | 4 Delegates & 4 votes |   There shall be one (1) delegate, and one (1) vote allowed for each increment of fifty (50), or part thereof, over one hundred (100) members. |
| *Rationale: Lowered to 10 as chapters above 10 are recognized by JCI USA and majority of chapters are under 50. This allows more delegate voting opportunities for all of our chapters.* | |
| **Bylaw 17: Reserve Fund Section 1** |  |
| Change “contingency reserve fund” to “Working Capital Reserve” | **If Adopted Will Read:**  **Section 1.** In carrying out their fiscal responsibility, the Board of Directors, in conjunction with the President and the Secretary-Treasurer, shall make every reasonable effort to establish and maintain a separate fund, which shall be designated as a Working Capital Reserve. Said fund shall exist for the purpose of protecting the future financial welfare of the JCI Iowa. The amount maintained in said fund shall be determined by fiscal policy enacted by the Board of Directors. The corporation shall draw upon the Working Capital Reserve only in the event of exigent or unforeseen financial circumstances. Exigent or unforeseen financial circumstances may include, but not be limited to, items such as: unattained sponsorship funds which had been included in the current annual budget, office expenses incurred when actual income fails to meet budgeted expenses, fees and costs relating to litigation involving the corporation, and catastrophic expenses which are not covered by insurance. The contingency reserve fund shall not be drawn upon unless previously approved by a three-fourths (3/4) vote of the Board of Directors. |
| *Rationale: Removing Contingency Reserve Fund as this has not been used in over 10 years and is not realistic for working business of the organization* | |
| **Bylaw 18: Standing Committees Section 4** |  |
| Changing the members of the Budget and Finance COmmittee | **If Adopted Will Read:**  Immediate Past State Treasurer, Current Treasurer of Foundations for Iowa Jaycee Charities, and three (3) members at-large appointed by the President and approved by the Board of Directors. Members of the Budget and Finance Committee do not solely have to be current members. In the absence of the Immediate Past State Treasurer, a fourth (4th) at-large member may be appointed. |
| *Rationale: The Foundation discussed that the current Treasurer for their foundation should be on this committee to help with any finances that need to go back and forth from our organization and the foundation.  In particular: potentially using some of our savings in a separate account at the Foundation to help gain interest.  They have had huge success in putting money in a fluid account and this gives us the opportunity for further input with the Foundation of Iowa Jaycee Charities* | |
| **Policy III - State Officers** |  |
| Remove **Section C – Regional Directors**   1. **General**: The Regional Directors shall make a visitation to each assigned local member organization at least two (2) times during their term of office. Additional visits shall be made as their time may permit and as the need of the local organizations may require or as requested by the State President. As used herein, the term "visitation" means attendance at a regular local general membership meeting or local Board of Directors meeting or a local Jaycee function. They shall make such additional visits as their time may permit or as requested by the State President. 2. **Meetings**: The Regional Director shall conduct quarterly regional meetings. 3. **Blue Chip**: The Regional Directors shall complete and submit all Blue Chip Submissions in compliance with the JCI USA requirements. The failure to comply with this policy shall be construed as the immediate resignation of the Regional Director from his position.   **Section D – District Directors**   1. **General**: The District Directors shall make a visitation to each assigned local member organization at least four (4) times during their term of office. Additional visits shall be made as their time may permit and as the need of the local organizations may require or as requested by the State President. As used herein, the term "visitation" means attendance at a regular local general membership meeting or the local Board of Directors meeting or a local Jaycee function.   **Blue Chip**: The District Directors shall complete and submit all Blue Chip Submissions in compliance with the JCI USA requirements. The failure to comply with this policy shall be construed as the immediate resignation of the District Director from his position.  Also move up each preceding Section up 2 Letters in the order of this Policy | **If Adopted Will Read:**  Stricken from the policy |
| *Rationale: To match organization structure* | |
| **Policy VI – Finances Section B – Bonds** |  |
| Change “Administrative Vice President, Membership Vice President, Associate Treasurer and Executive Director” to “Vice Presidents and Authorized Signers | **If Adopted Will Read:**  **General**: The President, Secretary-Treasurer, Vice President(s) and Authorized Signers shall be bonded in such amount as may be fixed by the Cabinet; the expense of such bonds shall be paid by the Corporation. |
| *Rationale: To match organization structure and reflect current practice* | |
| **Policy VI – Finances Section C – Contingency Reserve** |  |
| Remove: **Section C – Contingency Reserve**   1. **Minimum**: Each annual budget shall allocate not less than three thousand dollars ($3,000) to its Contingency Reserve until such time as the Contingency Reserve reaches two hundred fifty thousand dollars ($250,000), after which time such reserve shall maintained at that level. Interest and other income earned from investment of the Contingency Reserve shall accrue to and become a part of such Contingency Reserve provided, however, at such time as the Contingency Reserve equals or exceeds two hundred fifty thousand dollars ($250,000), all interest and such other income shall be available for appropriations as a part of the general fund. 2. **Withdrawals**:    1. Money may be withdrawn from the Contingency Reserve Fund only upon recommendation of a three-fourths (3/4) vote of the Cabinet concurred in by a two-thirds (2/3) vote of the Board of Directors.    2. Withdrawals from the Contingency Reserve Fund shall be authorized only when the Board of Directors has been given thirty (30) days written notice of a recommendation of the Cabinet to make a withdrawal. 3. **Operating Surplus**: Fifty percent (50%) of any operating surplus shall be added to the Contingency Reserve Fund until such time as the Contingency Reserve Fund reaches two hundred fifty thousand dollars ($250,000). 4. **Investment**: The Contingency Reserve Fund shall be retained in cash or invested on the basis of recommendations by the Budget and Finance Committee which are approved by a majority vote of the Board of Directors. 5. **Purpose**: The Contingency Reserve Fund shall be used in the event of an emergency that would curtail the normal income of the Organization. | **If Adopted Will Read:**  Stricken from Policy |
| *Rationale: Reflect current practice as this Reserve Fund has not existed in over a decade and does not reflect current practice of the organization* | |
| **Section F – Annual Budget** |  |
| Change “Local Officers Training School” to Annual Board Retreat | **If Adopted Will Read:**  The annual operating budget for the following year, excluding the ONTO fund budget, shall be approved at a Board of Directors Meeting at the Annual Board Retreat |
| *Rationale: To match current practice as LOTS is no longer offered* | |
| **Section G – Spending Authorized Signatures** |  |
| Change who is allowed to be Authorized Signatures on the bank accounts | **If Adopted Will Read:**  The Authorized Signatures of all Iowa Jaycees/JCI Iowa Bank Accounts shall be limited to President, Treasurer, Immediate Past President, Immediate Past Treasurer & Any Past President of JCI Iowa as determined by the current President of JCI Iowa. |
| *Rationale: For better transparency from year to year and to match current business practice of the organization, the portion of any past JCI Iowa President was added.* | |
| **Policy VII – Membership Section A, 1 General; 2 Procedure** |  |
| Changed fifteen (15) to ten (10) | **If Adopted Will Read:**   1. **General**: It shall be the policy of the JCI Iowa that all chapters must maintain a membership base of at least ten (10) members. 2. **Procedure**: Any chapter whose membership falls below ten (10) members will be ineligible to vote or receive awards until the 10-member level is re-established. Any chapter whose membership falls below ten (10) members will, with written notice from the State President sent to the Chapter President at their last known address, be subject to the “JCI Iowa Chapter Probation Policy” and shall have up to ninety (90) days to bring their membership base up to a minimum of ten (10) members or appropriate steps may be taken by the JCI Iowa to revoke the chapter's charter. 3. **Waiver**: At the State President's discretion, if satisfactory progress toward attaining ten (10) members is achieved, the State President may extend the ninety (90) day time period in order to maintain the chapter’s charter. |
| *Rationale: To match proposed new organization structure* | |
| **Section A – Payment of Membership Dues**   1. **Payment Of Membership Dues to Be Secured by Closeout** |  |
| Change “Service Center” to Post Office Box | **If Adopted Will Read:**  A check payable to the JCI Iowa is received at the Post Office Box in Newton or location designated by the State Treasurer by closeout night |
| *Rationale: We do not have a Service Center Anymore* | |
| **Section B – Monthly Statement** |  |
| Strick this Policy: **Section B – Monthly Statement**   1. The JCI Iowa shall send each chapter, no later than the fifteenth of the month, a statement reflecting:    1. the number of renewals and new members reported to the JCI USA in the preceding month    2. the amount due the JCI Iowa for the reported renewals and new members    3. the amount received    4. any outstanding balance, including any balance due for prior months. If a chapter has any dispute with the statement, the chapter must notify the JCI Iowa in writing directed to the Secretary/Treasurer at the Service Center in Newton no later than thirty (30) days after the date of the statement. If a chapter does not notify the JCI Iowa of any dispute within thirty (30) days, the statement will be presumed to be accurate. |  |
| *Rationale: This is done electronically with JCI USA* | |