

The Texas JCI Senate, Inc. Constitution and By-Laws



Article 1: Name and Office

Sec. 1: The name of this non-profit corporation shall be the Texas Jaycee International S or Texas JCI Senate.

Sec. 2: The principal office of this corporation is vested with the President of the Texas JCI Senate.

Article 2: Association

Sec. 1: This Corporation shall associate with all JCI Senate groups locally, nationally and internationally.

Sec. 2: This Corporation shall abide by the policies and by-laws of the United States JCI Senate.

Article 3: Purpose

Sec. 1: The principal purposes of the corporation shall be:

A. To encourage local chapters to nominate deserving past and present Jaycees for membership in the Texas JCI Senate.

B. To promote fellowship among Jaycee International Senators.

C. To meet locally as individual Senators and to provide a means of retaining friendship and expanding cooperation.

D. To enable experienced Jaycees to benefit one another by exchanging ideas and expanding the organization.

E. To maintain contact with the Jaycee movement by inviting local, state, national and international Jaycees as guests to meetings of the Texas JCI Senate.

Sec. 2: Such other purposes as may from time to time be approved by a majority of the members present at a duly convened meeting.

Sec. 3: This Corporation shall be non-partisan, non-sectarian and non-profit in its purposes and activities. There shall be no discrimination on the basis of age, sex, race, religion, national origin or disability.

Sec. 4: We adopt the following as our 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.*



Article 4: Non-Interference And Limitations

Sec. 1: The Texas JCI Senate shall endeavor to comply with the intent of "non-interference" within their respective activities.

Sec. 2: The Texas JCI Senate Board of Directors, or Executive Committee, shall not participate in any manner in the elections of Jaycee candidates seeking office in any Jaycee organization; nor shall they endorse, recommend, or commend any Jaycee candidate(s) for office, either collectively or individually, except as specified in Section 5 herein.

A. Such action shall be considered cause for removal or censure as provided in these By-Laws.

Sec. 3: The Texas JCI Senate Board of Directors or Executive Committee shall not initiate, engage in, or take action in any Jaycee program, project, or activity except those in which the US Jaycees or JCI have requested assistance.

Sec. 4: The Texas JCI Senate shall not initiate or engage in any community service programs except those in which the Texas Jaycees or JCI have requested assistance. The Texas Jaycees or JCI shall predicate exceptions upon the review and approval prior to the initiation of any such program(s). This limitation shall not preclude contribution to, or the establishment of, any charitable activities.

Sec. 5: The limitations defined in this Article shall not preclude any JCI Senator of Jaycee age from participating in any Jaycee activity, including elections. The Corporation encourages active Jaycees to seek any and all Jaycee opportunities. Such activity must not be in the name of the Texas JCI Senate, or in any manner to make such an implication.

Sec. 6: No Texas JCI Senator shall hold an elected office in this corporation while serving in any JCI, US JCI, State or local Jaycee elected office.

Article 5: Membership

Sec. 1: All JCI Senators who reside in the State of Texas and other states or countries are eligible for membership in the corporation. Any woman having received from the Texas Jaycee Women, formerly known as the Texas Jaycettes, an honorary life membership designation shall also be eligible to join this organization.

Sec. 2: The membership dues are as follows:

A. The annual dues shall be \$35.00 per member.

B. Annual dues are payable 15 days prior to the end of the US JCI Quarter.

C. Annual dues become due and payable upon an individual becoming a member of the Texas JCI Senate. New Senators are entered on the rolls of the United States JCI Senate four times per year. The dates of September 1, December 1, March 1 and June 1 of each year are the quarterly anniversary dates for purposes of dues billing. New Senators are assigned the anniversary date corresponding to the quarter their dues are paid to the United States-JCI Senate Treasurer.

D. Lifetime Membership Account:

1. Lifetime membership in the Texas JCI Senate will be available for \$300.00,



with \$250.00 deposited into the Life Membership Fund Account and the remaining \$50 retained in the Texas JCI Senate General Operating Fund.

2. Lifetime membership can be paid in one lump sum or paid out over the course of one year. The Lifetime membership will be awarded upon completion of payment.
3. Lifetime members will receive a number, a certificate or name badge, the Texas JCI Senate publication and the United States JCI Senate publication.
4. There shall be a three-member trusteeship set up to manage the Life Membership account. Trustees will be elected to serve a life term. New Trustees may be elected either upon a Trustee resignation, inability to serve or is removed for just cause to be determined by the Board of Directors of the Texas JCI Senate.
5. Signors on all Texas JCI Life Membership Fund accounts will include a minimum of one Life Membership Trustee and the Treasurer of the Texas JCI Senate providing these two positions are not held by the same individual. If so, signors will consist two Life Membership Trustees.
6. All Texas JCI Life Membership Funds will be maintained in separate accounts, accounted for, reported on, and maintained separately from all other Texas JCI Senate funds.
7. Funds of the Life Membership Fund will be invested from time to time to achieve the maximum rate of return on investment without assuming any principal risk. Such investment decision will be made upon the authority of the Life Membership Fund Trustees.
8. Non-refundable donations can be accepted by the Life Membership Fund at any time.
9. Loans from the Life Membership Account are strictly prohibited.
10. Each June, \$10 per life member shall be transferred from the Life Membership Account to the Texas Jaycee Senate Operating Account to assist with general operating expenses.
11. The total annual distribution from the Life Membership Fund will not exceed 5% of the Life Membership Fund account balance, or \$10 per Life Member, whichever is greater.
12. Accounting of the state of the Life Fund shall be submitted to the Treasurer of the Texas JCI Senate ten (10) days prior to the Annual Meeting for submission to the attending members at the annual meeting.

Sec. 3: Board of Directors and the Executive Committee:

- A. The Board of Directors and Executive Committee shall be elected at the Annual Texas JCI Senate Meeting.
- B. The members of the Board of Directors and Executive Committee will serve a one-year term starting June 1 and finishing May 31 the following year.



- C.** Vacancies shall be filled by appointment by the President with the approval of the Executive Committee. Appointed Members shall serve until the next annual meeting, until they resign or are removed from office.
- D.** Upon invitation by the Texas Jaycees, the President shall serve on the Executive Board of the Texas Jaycees but shall have no vote on such board.
- E.** Upon invitation by the United State JCI Senate, the President shall serve on the Board of Directors of the United States JCI Senate but shall have no vote on such board.
- F.** The President of the Texas Jaycees, or his/her designee, shall serve as an ex-officio member of the Board of Directors of the Texas JCI Senate but shall have no vote on such board.
- G.** Should the President be incapable of performing his/her duties due to death, serious illness, or other significant event, the Administrative Vice President will assume the office of President upon approval of the Board of Directors. This may be for a designated time period or the remainder of the current organization year, as determined by the Board of Directors.

Article 6: Organization's Officers

Sec. 1: The Executive Committee shall consist of a President, Administrative Vice-President, Membership Vice-President, Secretary, Treasurer and Immediate Past President. Officers serving on the Executive Committee, whether elected or appointed, shall maintain principal residence in the State of Texas.

Sec. 2: The Board of Directors shall consist of the following voting members: The Executive Committee and up to four (4) At-Large Directors, All shall maintain principal residence in the State of Texas.

Sec. 3: It shall be the duty of each member of the Board of Directors to attend all Board of Directors and membership meetings.

Sec. 4: President, election and duties:

- A. A President shall be elected by a simple majority of votes cast at the Annual Meeting. He/she shall serve a one-year term or until a successor is qualified and shall not be eligible for election to two consecutive terms.
- B. In the event of an individual ascending to the presidency to fill a partial term due to a vacancy in said office, as specified in these By-Laws, this individual may serve for one more complete term, following the partial term, if elected at the Annual Meeting
- C. The President shall preside at all meetings of the Corporation, be an ex-officio member of all committees, and direct and administer the affairs of the Corporation in concert with the Executive Committee and the Board of Directors.
- D. The President shall be empowered to appoint all standing and special chairpersons, committees, and appointed officers with the approval of the Executive Committee and/or the Board of Directors.
- E. Provide articles to the Texas JCI Senate's regular publication
- F. Provide articles to the Mentor's publication.



Sec. 5: Administrative Vice President, election and duties:

- A. An Administrative Vice President shall be elected by a simple majority of votes cast at the Annual Meeting. He/she shall serve a one-year term or until a successor is qualified and shall be eligible for election to two consecutive terms.
- B. The Administrative Vice President shall chair all meetings in the absence of the President
- C. The Administrative Vice President shall organize and administrate Jaycee First Timers programs when Senate meetings are held in conjunction with the Texas Jaycee conventions.
- D. The Administrative Vice President shall cooperate with all officers, Chairpersons, Editors, and Liaisons to help review, organize, or update their respective area(s) of responsibility.
- E. The Administrative Vice President shall ensure the availability of all manuals, guidebooks, and reports.
- F. The Administrative Vice President shall perform such other duties as may be assigned by the President and/or the Executive Committee.
- G. The Administrative Vice President shall provide articles to the Texas JCI Senate's regular publication.

Sec. 6: Membership Vice President, elections and duties:

- A. A Membership Vice President shall be elected by a simple majority of votes cast at the Annual Meeting. He/she shall serve a one-year term or until a successor is qualified and shall be eligible for election to consecutive terms.
- B. The Membership Vice President shall chair all meetings in the absence of the President and the Administrative Vice President.
- C. The Membership Vice President shall cooperate with all officers and Directors to help review, organize, or update their membership plan of action to insure retention of annual dues paying members.
- D. The Membership Vice President shall ensure the availability of all manuals, guidebooks, reports and records pertaining to Senate membership.
- E. The Membership Vice President shall perform such other duties as may be assigned by the President and or the Executive Committee.
- F. Provide articles to the Texas JCI Senate's regular publication.

Sec. 7: Secretary, election and duties:

- A. A Secretary shall be elected by a simple majority of votes cast at the Annual Meeting and shall serve a one-year term, or until a successor is qualified. The Secretary may be elected to consecutive terms.
- B. The Secretary shall keep the minutes of the meetings of this Corporation's Board of Directors and Executive Committee and distribute copies of it to the Texas JCI Senate at each of the scheduled meetings of the Texas JCI Senate.
- C. The Secretary shall have charge of all non-financial records together with the corporate seal and charter and shall have the authority to affix the corporate seal upon direction of the Board of Directors or the Executive Committee.
- D. The Secretary shall give notice of all meetings to Officers and Directors in a timely manner and as may be specified in these By-Laws.
- E. The Secretary shall make all required non-financial reports to public authorities, preserve copies of all such reports, as well as copies of minutes of meetings, other secretarial records, etc., and provide copies to the Texas JCI Senate Historian.
- F. Provide articles to the Texas JCI Senate's regular publication.



Sec. 8: Treasurer election and duties:

- A. A Treasurer shall be elected by a simple majority of votes cast at the Annual Meeting and shall serve a one-year term, or until a successor is qualified. The Treasurer may be elected to consecutive terms.
- B. The Treasurer shall perform such duties as the President and Board of Directors requires ensuring proper financial transactions of the Corporation, including, but not limited to, those specified in Article 5 of these By-Laws.
- C. The Treasurer shall issue quarterly dues billings to the Membership Vice President.
- D. The Treasurer shall make payments only in consideration of obligations authorized in the Annual Budget, unless said the Board of Directors and/or Executive Committee authorizes consideration.
- E. The Treasurer shall surrender the original books and records, copies of tax returns, and other financial reports of the Corporation to the incoming Treasurer, no later than August 1 of the year he/she leaves office or when a successor is qualified.
- F. Signature authority to administer the funds of the Corporation shall pass to the incoming Treasurer no later than July 1 of the year he/she takes office unless earlier qualified.
- G. The Treasurer shall mail a copy of the proposed Annual Budget to each Executive Committee member at least 15 days prior to the meeting at which said budget is to be considered.
- H. Provide articles to the Texas JCI Senate's regular publication.

Sec. 9: Jaycee Liaison, appointment and duties:

- A. The Jaycee Liaison shall be appointed by the President with the approval of the Executive Committee and shall hold office during the term of the appointing President.
- B. The Jaycee Liaison shall perform such duties as the President and Board of Directors requires ensuring a proper line of communications between the Texas JCI Senate and the Texas Jaycees. To relay any needs or concerns of the TXJC's to the TXJCI Senate.
- C. Provide articles to the Texas JCI Senate's regular publication.

Sec. 10: Legal Counsel, appointment and duties:

- D. The Legal Counsel shall be a practicing attorney-at-law appointed by the President with the approval of the Executive Committee and shall hold office during the term of the appointing President.
- E. The duties of the Legal Counsel shall be to advise the President, Executive Committee, and Board of Directors regarding legal matters of the Corporation.

Sec. 11: Chaplain, appointment and duties:

- A. The Chaplain shall be appointed by the President with the approval of the Executive Committee and shall hold office during the term of the appointing President.
- B. The duties of the Chaplain shall be those normally expected of such office.

**Sec. 12:** Historian, appointment and duties:

- A. The Historian shall be appointed by the President with the approval of the Executive Committee and the term shall be continuing.

- B. The Historian shall keep all history, non-current records, and other data of the Corporation as deemed appropriate by the Executive Committee and/or Board of Directors.

Sec. 13: Chairman of the Board, office and duties:

- A. The Immediate Past President of the Corporation shall be known as the Chairman of the Board (COB).
- B. The COB shall provide guidance to his/her successor and assist in any way that will aid in an efficient transition and continuity of leadership.
- C. The COB will Chair the Nominations and Elections Committee as defined in Article 8.

Article 7: Operation and Policy

Sec. 1: The operational procedure of this corporation shall be vested with the Executive Committee.

Sec. 2: The President shall be empowered to appoint all standing and special committees and chairpersons and assign duties and responsibilities to each member of the Board of Directors with the approval of the Executive Committee.

Sec. 3: The policy of the Corporation shall be determined by its Board of Directors with any change therein requiring a two-thirds (2/3) vote of a quorum of the Board of Directors at a regularly called meeting. Then a two-thirds (2/3) vote of membership present at that meeting of the Corporation.

Sec. 4: Quorum will be constituted when $\frac{1}{2}$ plus 1 of the voting members of the Board of Directors are present in-person at a regularly scheduled meeting of the Corporation or at special in-person called meeting of the BOD with a 10-day notice. Notification will be sent electronically or by postal mail upon request. Post mark or electronic time stamp will constitute the official date of notification. All electronic notifications will be sent "Delivery Status Notification" to assure successful notification.

Sec. 5: Each member of the BOD shall have one vote. Also, the President, Administrative Vice President, Membership Vice President, Secretary, Treasurer, and Immediate Past President shall have one vote each.

Sec. 6: No member of this corporation shall contract for or incur any debt or enter into any agreement or otherwise financially obligate the corporation except by the authorization of the Board of Directors. **!**



Article 8: Nominations and Elections

Sec. 1: The President at the Winter Meeting shall appoint a Chair for the Nominations and Elections Committee. A Past President must be the Chair.

Sec. 2: The President shall appoint up to four additional Past Presidents to the Nominations Committee. The result being an odd number of past presidents. The Current President is prohibited from serving on the Nominations Committee.

Sec. 3: The Nominations Committee Chair may assign duties to committee members. This can include, but is not limited to, surveying rosters for prospective candidates for office, interviewing past leaders for potential candidates, developing newsletter articles explaining the process and timeline, and discuss with members their interest in serving on the board of directors.

Sec. 4: Nominations shall open for the Board of Directors at the Winter Board Meeting (January or February) and remain open until the Nominations Committee Chair officially closes nominations at the Annual Election Meeting.

Sec. 5: Any current (dues paid) member of the Texas JCI Senate, as defined by the organization's guidelines, may submit nominations to the Nominations Committee Chair between the Winter and Annual Board Meetings. Members can self-nominate. Nominees must agree to be nominated.

Sec. 6: Requirements: Candidates for President shall complete two full years on the Executive Committee (as specified in Article 6) prior to being nominated as President.

Sec. 7: When possible, the Nominations Committee must vet nominees. Nominees may be declined as unqualified.

Sec. 8: The Nominations Committee shall complete a list of officer and director candidates approved by the committee presented to the membership at the Annual Election Meeting. These candidates will be formally placed on the ballot at the Elections Meeting.

Sec. 9: Prior to voting at the Elections Meeting, qualified nominees may be submitted from the floor. When the ballot is declared complete, the Nominations Committee Chair will officially close the nominations.

Sec. 10: The Nominations Committee Chair coordinates the election process at the Election Meeting. The Treasurer verifies the status of each member (dues current as of the last national JCI Senate close out or non-paid.) Only dues current and physically present members can vote (no phone in or proxy votes.) A sign-in sheet and/or written ballot may be used. The current President does not vote. See section 13 for the President's role in breaking a tie.

Sec. 11: If there are no contested races, the Nominations Chair can entertain a motion to accept the ballot by acclamation. Ballot is elected with a unanimous voice vote.

Sec. 12: In contested races, Candidates can speak up to two minutes before voting. The Nominations Chair will distribute ballots. Each candidate can select 2 ballot counters.

Sec. 13: The Nominations Chair will announce the election winners by a simple majority of votes cast. In the event of a tie, there should be a re-vote (second ballot). If after the re-vote there remains a tie, the outgoing President shall break the tie.

Sec. 14: The President or US JCI Officer will swear in the President Elect. President Elect duties begin June 1st. President Elect will swear in the newly elected officers and directors.

Sec. 15: Open Board positions can be appointed by the President Elect and approved by the newly elected Executive Committee.



Article 9: Meetings

Sec. 1: The Annual Membership Meeting of this corporation shall be held in May/June of each year as close to the Senate year-end of May 31 or as soon as possible and all reasonable efforts will be made to hold such meeting to coincide with the Spring Meeting of the Texas Jaycees.

Sec. 2: There will be two additional Membership Meetings each year in January/February and August/September. All reasonable efforts will be made to have these meetings coincide with the Texas Jaycee Meetings.

Sec. 3: If the Texas Jaycees have not designated meeting dates, city and host hotel for these meetings by December 1, April 1 and August 1, respectively. The Texas JCI Senate President shall be authorized to arrange, and schedule said meetings.

Sec. 4: The Board of Directors shall be responsible for notifying each member of the date, time and place of these meetings at least thirty (30) days in advance.

Sec. 5: The Executive Committee shall be responsible for arranging suitable facilities in order to conduct these meetings.

Article 10: Removal and Censure

Sec. 1: Removal: Any officer of this Corporation may be removed from office for:

- A. Failing to fulfill the duties of said office.
- B. For conduct that is detrimental to not be in the best interests of this Corporation.
- C. For two (2) consecutive absences at regularly scheduled Board or Membership Meetings.

Said removal must adhere to the following procedures:

- i. A petition signed by not less than three (3) members of the Executive Committee or Board of Directors, stating the charge(s) warranting such removal, shall be mailed to all Executive Committee members by certified mail.
- ii. The President and/or Secretary shall provide the charged officer with a copy of the charge(s), by certified mail, at least thirty (30) days before the petition is to be acted upon.
- iii. Removal proceedings may be conducted at a meeting or by mail. Two-thirds (2/3) majority of the voting members of the Executive Committee shall be required for the removal from office. Ratification of the vote by the Board of Directors at the next subsequent meeting shall be required.
- iv. Removal proceedings shall not be conducted more than once as a result of the same petition.
- v. Notice of such actions are to be posted in the regularly published State newsletter.



Sec. 2: Censure: Any member of this Corporation whose conduct proves a detriment to the best interests of this Corporation may incur censure. Any action to obtain censure must adhere to the following procedures:

- A. Procedures specified in sub-sections i, ii, iii, iv and v in Section 1 of this Article shall be followed in actions for censure.
- B. Upon the decision to use censure:
 1. The Secretary shall notify the Chairman of the Board and the President of the Texas Senate with notice of the censure, a copy of the charges, and the date on which the decision was reached.

2. The Corporation shall effect censure by not recognizing the member as a qualified representative of Texas JCI Senate and therefore not eligible to vote at any meeting of the Corporation, hold office or represent him or herself at Jaycee functions as a Senator for a period of one (1) year.

Article 11: Amendments to the Constitution and By-Laws

Sec. 1: These By-Laws may be amended by two-thirds (2/3) vote of the qualified members present at any official meeting of the Texas Jaycee International Senate. Senate members are to be provided a copy of the proposed amendment/s to the Senators address on the current rolls at least thirty (30) days prior to such meeting. Notification will be sent electronically or by postal mail upon request. Post mark or electronic time stamp will constitute the official date of notification. All electronic notifications will be sent "Delivery Status Notification" to assure successful notification.



AMENDMENT ACTION

The original By-Laws were adopted and revised, in accordance with the provisions therein, at the following location and dates:

Adopted:

- 1969 Fall Meeting - Odessa

Amended:

- 1989 May - -
- 1996 May 18th -
- 1997 February - Garland
- 1998 May - - Arlington
- 2000 January -
- 2002 February 2nd - South Padre Island
- 2010 May 1st - Houston
- 2016 February 13th - Sweetwater
- 2018 May 19th - Fort Worth
- 2020 February 8th - Conroe
- 2020 May 30th - Virtual Meeting



POLICIES OF THE TEXAS JCI SENATE

1. **Jaycee Liaison:** It is the Policy of the Texas JCI Senate for the JC Liaison To:
 - a. promote the “Return the Favor” (RTF) program to the Texas Jaycees. Supporting the Jaycees by arranging mentoring of officers and members. Arrange training in such areas as, but not limited to, Leadership, Parliamentary Procedures, Managing People, Planning, Budgeting, Project Planning, Recruiting, Membership Retention, Extensions,

Corporate Recruiting, Etc. This assistance is to be offered while respecting “Article 4” in the By-Laws.

- b.** To maintain all RTF documentation. Shall assist Senators with completing the “RTF Outstanding JCI Senate” nomination form.
- c.** Shall encourage letters of recommendation from local, state and/or national Jaycee officers detailing the support given by the individual to their organization.
- d.** To strengthen the relationship between the two organizations and their members.