

**AMENDED ARTICLES OF INCORPORATION OF
THE JUNIOR SERVICE LEAGUE OF ST. AUGUSTINE, FLORIDA, INC
BYLAWS OF
THE JUNIOR SERVICE LEAGUE OF ST. AUGUSTINE, FLORIDA, INC**

ARTICLE I NAME

The name of this organization is The Junior Service League of St. Augustine, Florida, Inc.

ARTICLE II PURPOSE AND POLICIES

Section 1. Purpose: The League is an organization of women committed to promoting volunteerism, developing the potential of its members for volunteer participation in community affairs and demonstrating the effectiveness of trained volunteers. Its purpose is exclusively educational and charitable.

Section 2. Policies: The League does not discriminate on the basis of race, creed, religion or national origin. All meeting and functions of the League shall be held at facilities, which do not discriminate against women on the basis of race, religion or national origin.

ARTICLE III STANDARDS

Section 1. Administrative: The League must maintain an independent administration, it must remain financially stable. It must retain tax-exempt status under Section 501 (c) (3) of the United States Internal Revenue Code. It must retain an active membership of no more than 74. It must be located in a community with sufficient facilities to afford opportunities for volunteer service in various fields. It must not discriminate on the basis of race, creed, religion, or national origin.

Section 2. Programs: The League shall endeavor to associate itself with or endorse projects, programs or activities that meet accepted standards in their field, or show evidence of working toward such standards.

ARTICLE IV MEMBERSHIP

Section 1. Classes of membership: Only women who comply with the requirements of the JSL shall be admitted to provisional League membership. No members shall be a member of more than one Junior Service League or Junior League. Each member must fulfill a required number of hours volunteering on League projects. Each member's obligation also includes volunteering for the League's major fundraisers.

The membership of this organization shall consist of the following classifications:

A. **Provisionals:** Provisionals are engaged in complying with the requirements for admission to active membership and are not eligible to vote or hold office until induction as an active member. Provisional members must satisfactorily complete a training course incorporating the principles of the JSL, fulfill general and service hours, and serve on one committee as assigned by the President. Provisionals shall attend meetings of the League and are required to participate in fundraising. Hours must be submitted to Service Chair throughout the year, and documentation of fulfillment of required hours must be made available to JSL Board for review and approval prior to board meeting-before induction meeting. Provisionals failing to meet all specified requirements are automatically removed from membership unless the Board upon the recommendation of the Membership Chairman grants an extension of the Provisional period.

B. **Active Members:** Active Members are those who are responsible for carrying on the activities of the Junior Service League and are entitled to all the rights and privileges of membership. They shall serve on one or more committees and fulfill general and service hours. Active members must submit hours to Service Chair throughout the year as directed by the President.

C. **Transitional Active Members:** Transitional Active Members are those active members who have served sixty (60) months, including one provisional term (9 months) and completed all required service hours who wish to become less active in the League while retaining all the rights of active membership except the right to hold elective office. Transitional Active Members are required to attend all general meetings, complete 2/3 of the service hours required for active members, and pay active member dues. They will be assigned to only one committee and while they may not hold elective office they may serve on the Board of Directors in any appointed position. Upon request by the Member to the Board of Directors, Member will

automatically be exempted from one mandatory function each year. All by-law references to Active Members shall be deemed to include Transitional Active Members except where specifically stated above.

D. Active Sustaining Members: Active Sustaining Members are those who have served sixty (60) months, including one term of provisional membership, and completed all required service hours and wish to be relieved of active duty. To become an Active Sustaining Member a written request for change of status shall be submitted to the Board of Directors, via the President, for approval, and after approval, shall be retained by the Recording Secretary with the Board of Directors minutes and by the Corresponding Secretary in the Correspondence file. Active Sustaining Members are required to attend one (1) meeting each year and to participate in at least one (1) ways and means project each year. Active Sustaining Members shall not be eligible to vote or hold any office. Active Sustaining Members may endorse candidates for membership and shall be invited to attend meetings and social events designated by the League. Upon application to the Board of Directors, they may become Active Members at any time.

E. Sustaining Members: Sustaining Members are those who have served sixty (60) months, including one year of provisional membership, and completed all required service hours and wish to be relieved of active duty. To become a Sustaining Member, a written request for change of status shall be submitted to the Board of Directors via the President for approval, and after approval, shall be retained by the Recording Secretary with the Board of Directors minutes. Sustaining Members shall not be eligible to become members of the Board of Directors and are not entitled to vote or hold any office. Upon application to the Board of Directors, they may become Active Members at any time.

F. Non-Resident Members: Non-Resident Members are those who, upon moving away from the St. Augustine area, still desire to retain their affiliations with the League. They may do so by making proper application to the Board of Directors. Should such members return to St. Augustine, they may again resume their former membership upon application to and approval from the Board of Directors.

G. Honorary Members: Honorary Members are those persons upon whom the League wishes to bestow a special honorary membership in recognition of services rendered and support given. The League Honorary Members are not entitled to vote or hold any office. All Honorary Members shall be invited to attend all meetings and social events designated by the League, as a guest of the League.

Section 2. *Admission to Membership*

A. A candidate considered eligible for provisional membership shall be at least twenty-five (25) years of age. She shall also reside within a 45-mile radius of St. Augustine. Consideration as to eligibility for membership shall also include ability, willingness and interest in the work of the League. Congeniality and a good standard of conduct are also necessary for consideration for membership.

B. Proposal of Members: Active, active sustaining, or sustaining members shall propose candidates for membership to the League. Such proposals may be accompanied by one endorsement from Active or Active Sustaining Members of the League. All those proposing and/or endorsing candidates for membership shall know the candidate(s) personally. Those candidates without endorsement of an active member or an active sustainer must provide a letter of recommendation. Interested persons of the community may submit an application for membership; those without a proposer or endorser must submit 2 letters of recommendation and meet with the Membership Chairman and/or President before submitting application. Due consideration shall be given by the endorsers as to the eligibility of the name proposed, after which the candidate's name shall be submitted in writing to the Membership Chairman upon the standard League membership application form by a date designated by the President.

C The President shall set the date when membership forms are due and may extend that date at any time at her discretion. The Membership Chairman shall submit to the Board of Directors a written list containing the names of all candidates proposed for membership in the League along with the names of their proposers and that list shall be made up as follows: (1) All names considered eligible by the Membership Committee; (2) All names considered ineligible and the reasons set forth for this ineligibility. The Membership Chairman shall also make available to the board all completed membership applications. Any name considered eligible by the Membership Chairman may be approved with a majority vote of the board. Any name considered ineligible by the Membership Chairman may be approved if 2/3 of the board approve it.

D. A list of the approved proposed candidates' names will be mailed to the active membership, including provisionals. The membership will have the opportunity to comment on a proposed candidate in writing, during a time period specified by the President of no more than 10 days, but no less than 24 hours, and the Membership Chairman will review any comments and present them to the Board.

Section 3. *Transfer*

Any member in good standing of any national Junior League, or Junior Service, or Welfare League, upon moving to St. Augustine shall be considered eligible for membership in the Junior Service League of St. Augustine, Florida, Inc., and shall be invited to become affiliated with the League when her name is presented to the Board of Directors. A transfer member may be required to provide written documentation of her good standing and will be required to meet with the Membership Chairperson and/or Parliamentarian to review the Bylaws before she can become a JSL member. The transferring member may be eligible for membership immediately after relocating to St. Johns County.

Section 4. *Resignation, Leaves of Absence, and Reinstatement*

A. Any member may resign or take a leave of absence in good standing if she:

1. is not arrears in dues

2. sends her resignation or request for leave of absence presented in writing to the Board of Directors through the Recording Secretary and/or the President thirty (30) days prior to the effective date, except in emergencies.

B. Any member who has resigned may reapply for membership as a provisional. Any member who resigned not in good standing must have a 2/3 vote of the board to be approved for membership.

C. Once a leave of absence is approved by the Board, the Board will not have to vote for reinstatement of member returning from absence.

Section 5. *Warning and Expulsion*

A. The Board of Directors, at its discretion, shall consider the following causes for warning and expulsion of members from the League:

1. Failure to pay dues beyond six (6) months from the time they are due.

2. Absence without valid excuse from two (2) general meetings in a given year. To be excused members must notify the President, President-Elect, or Recording Secretary prior to the meeting at which they will be absent.

3. Absence with valid excuse from three (3) meetings unless special circumstances have been presented to the Board of Directors via the President, in writing, for special dispensation.

4. Violation of the Charter or by-laws of the League.

5. Conduct injurious to the League –legally, ethically or morally.

6. Demonstrated lack of interest in the work of the League and failure to adhere to the object and purposes of the League.

7. Failure to perform general and service hours or participate, as defined by current board, in mandatory functions.

8. Release to the press or public of any information concerning the League or its activities, without the approval of the President.

9. Discussion of confidential League business, activities, meetings, rules and regulations shall not take place outside the League membership.

B. The Board of Directors, upon 2/3 votes, shall have the Recording Secretary compose a letter of such warning. The member shall be notified in writing of a mandatory hearing to address those matters raised in the written notification. The member shall

be advised of those causes for warning that have been raised in the written notification. The mandatory hearing shall be held at the next regular meeting of the Board of Directors, or within fifteen (15) days, whichever is shorter in time. Upon conclusion of the mandatory hearing, the Board of Directors may impose sanctions, if any are deemed appropriate or ask for the member's resignation.

C. Should a member fail to attend the mandatory hearing as set forth above; should a member fail to comply with those sanctions imposed by the Board of Directors pursuant to above; or should the member again violate any by-laws that would result in the institution of those procedures outlined in Article IV, the Board of Directors, upon a two-thirds (2/3) vote, shall notify the member in writing of its intent to expel. Said notice of intent to expel shall set forth those grounds for expulsion and said hearing shall be held at the next regular Board of Directors meeting or within fifteen (15) days of the date of the notice of intent to expel, whichever is shorter. At the conclusion of the hearing, the Board of Directors shall vote on the issue of whether or not to expel the member, a two-thirds (2/3) vote prevailing.

D. At either the hearing set forth above, the member in question shall appear before the Board of Directors and the discussions at said hearing shall remain confidential, as to both the member in question and those Board of Directors members present.

Section 6: St. Augustine Lighthouse & Museum

The JSL shall elect by majority vote, as needed, members of the St. Augustine Lighthouse & Museum board. Per the current St. Augustine Lighthouse & Museum bylaws: Four (4) trustees shall be chosen by the Board of Directors of the Junior Service League of Saint Augustine Inc. Three (3) positions shall be filled from the active, active sustaining, or sustaining membership and the fourth shall be a current Junior Service League officer. The JSL board shall consult with the Lighthouse Nominating Committee so as to ensure that the chosen JSL representatives meet the Lighthouse's trustee needs. JSL pays St. Augustine Lighthouse & Museum trustee dues (currently \$150) for ONE Active member on St. Augustine Lighthouse & Museum Board; this member shall be the current JSL officer elected to the St. Augustine Lighthouse & Museum board for the current year. Vacancies on the St. Augustine Lighthouse & Museum board will be announced to the membership. Any member may ask to be considered for vacancies or nominations may be made by any member. By majority vote, the Board shall elect members to the St. Augustine Lighthouse & Museum board and forward such elections to the St. Augustine Lighthouse & Museum Board of Trustees.

Section 7: Kids Bridge

The JSL shall elect by majority vote, as needed, members of the Kids Bridge board. Per the current Kids Bridge bylaws: Any vacancy shall be filled by a qualified individual chosen by the Board of Directors to complete the unexpired time, with the exception of the Junior Service League positions which will be filled by a qualified individual chosen by the Junior Service League Board of Directors. At no time shall less than a majority of the Board of Directors consist of active, active sustaining, or sustaining members of which the Junior Service League. Vacancies on the Kids Bridge Board will be announced to the membership. Any member may ask to be considered for vacancies or nominations may be made by any member. By majority vote, the Board shall elect members to the Kids Bridge board and forward such elections to the Kids Bridge Board of Directors. JSL shall be responsible for paying the monthly mortgage payment as of May 1, 2009, for the Kids Bridge residence and shall continue payments until the mortgage is paid off or the property is sold. JSL will not be responsible for any additional loans taken out on the Kids Bridge residence. JSL may also provide Kids Bridge with \$5,000 per year for maintenance on the residence.

ARTICLE V DUES

Section 1. Annual Membership Dues

- A.
 1. Membership dues shall be payable at the first JSL general meeting or on any payment schedule agreed upon by the Treasurer and President.
 2. All members, including provisionals, shall be sent notices by the Treasurer by the beginning of the fiscal year that dues are payable by first JSL general meeting or as per the agreed payment schedule. Notices should include statements referring to benefits and responsibilities of each level of membership and a reference to a late fee if renewal is received after the first JSL general meeting.
 3. All Members, including provisionals whose dues are not paid by the first JSL general meeting or as per the agreed payment schedule will be notified by the Treasurer. Members, including provisionals whose dues are not paid by the first JSL general meeting or as per the agreed payment schedule, may be fined \$10.00 per month or 5 service hours, at the discretion of the board, and may not be considered in good standing until such indebtedness is paid. Intent to

resign must be signified before July 1st or the member shall be liable for prorated dues as determined by the Treasurer and President. Honorary members shall not be required to pay dues. Members requesting a leave of absence may be requested to pay a prorated portion of the dues as agreed upon by the Treasurer and President.

4. All active members and provisionals shall be required to pay a minimum of an individual membership to the St. Augustine Lighthouse & Museum.

B. Dues for the following fiscal year shall be reviewed in the Board of Directors Meeting each year.

C. Refunds of dues will not be made to members resigning during the fiscal year or to members who have been removed from membership, unless otherwise directed by the President.

Section 2. Other Obligations

Members are required to fulfill other obligations as set forth in Policies duly adopted by the Board. Failure to fulfill such obligations may result in the loss of good standing within the League.

Section 3. Initiation Dues

A. The Board of Directors before the end of the fiscal year shall set the initiation fee.

B. Initiation fees are non-refundable.

ARTICLE VI OFFICERS AND THEIR DUTIES

Section 1. Personnel: The elected officers of the Junior Service League of St. Augustine, Florida, Inc. shall consist of a President, President-Elect, Vice-President, Recording Secretary, Corresponding Secretary, and Treasurer. The term of their respective offices shall be for one (1) year.

Section 2. Nomination: The Nominating Committee shall present a slate for each office to be filled. Additional nominations may be made from the floor.

Section 3. Election and Term: ballot and a majority of votes cast elect Officers other than the President. Where there is only one candidate for an office, election may be by voice vote. Officers assume office on January 1. Each officer serves a one year term or until a successor is elected the following year. The President-Elect elected each year serves one year in that capacity and upon the expiration of that term automatically becomes President to serve one year in that office.

Section 4. Duties: The powers and duties of the officers follow:

A. **The President**, or in her absence, the President-Elect, shall preside at all meetings of the League and of the Board of Directors, and shall be general executive officer of the League and ex-officio member of all standing and special committees, except the Nominating Committee. She will assign duties to President-Elect and Vice-President. She shall appoint members to all standing committees of the League and to any special committees, except the Nominating Committee. She shall call special meetings of the League or the Board of Directors at her discretion, or upon the request of three (3) members of the League. She shall be the accredited representative of the League at all outside meetings unless delegating this power to another. She shall review and approve all written correspondence. At the discretion of the Board of Directors, the President and in her absence the President-Elect, and in the absence of both, the Vice-President, shall be authorized to execute, acknowledge and deliver for and on behalf of the League, all instruments in writing required to be under seal, and the Recording Secretary shall be authorized to affix the corporate seal thereto, and attest the same.

B. **The President-Elect** shall perform all the duties of the President in case of her inability to serve and shall serve as President for the succeeding year unless she shall decline. In the event the President-Elect shall decline to become President, the office of President shall be included in the slate of officers prepared by the Nominating Committee for the ensuing year. The President-Elect shall work in conjunction with the President in all aspects of League business. She shall attend all slate meetings and be actively involved in the work of the Ways & Means Committee and the Service Committee. The President-Elect shall thoroughly understand the financial situation of the League, the St. Augustine Lighthouse & Museum, the Kids Bridge project and any other projects of the JSL. A member, to be considered eligible for the position of President-Elect, shall have served on the Board of Directors for at least one (1) year.

C. **The Vice-President** shall perform all of the duties of the President-Elect in case of her inability to serve and assist her at all times and shall also chair one (1) fund-raising project during her year as Vice-President (2) monitor the maintenance of the Kids Bridge facility and the Clubhouse and report all findings to the Junior Service League and Kids Bridge Boards as well as the staff of Kids Bridge. The Vice-President will serve on the Kids Bridge board as a voting member during her term as provided for in the Kids Bridge bylaws.

D. **The Recording Secretary** shall keep a list of names of all members of the League and the class of membership to which they belong. She shall maintain records on all members listing each member's name, address, birth date, and any change of status. She shall keep the minutes of the proceedings of the League and Board of Directors' meetings; keep a record of absences at each meeting; and with the President be responsible for editing and publishing the annual report of the League.

E. **The Corresponding Secretary** shall be responsible for all general membership correspondence for the League and Board of Directors and shall perform the duties of Recording Secretary in her absence. She shall keep a complete list of all members, duly classified, and their addresses corrected to date, and shall notify all Board members of Board meetings and shall notify in writing all active and active sustaining members of League meetings. She shall perform such other duties as shall pertain to her office and as may be imposed upon her by the Board of Directors. She shall maintain and update solicitation mailing lists.

F. **The Treasurer** shall perform or supervise all duties usually pertaining to the Office of Treasurer, and shall exercise a general overview of the financial affairs of the League. She shall keep a list of all members of the League and shall receive and deposit all moneys paid into the League within five (5) banking days of receipt. The Treasurer and or the President shall advise the Corresponding Secretary of all donations to the Junior Service League of St. Augustine, Florida, Inc. requiring acknowledgment by the League. She shall keep an account of all League receipts and expenditures in a general ledger; make monthly reports of the financial condition of the League and notify all members annually when dues are payable. She shall pay all League bills, preserve all receipts and collect all fines. She shall make no expenditure exceeding one hundred dollars (\$100.00) per function without approval of the President. She shall present all financial records to the Audit Committee upon request. She shall be the chairman of the Finance Committee as needed. The fiscal year shall end on December 31st of each year. The Treasurer shall present all financial records of the League to an independent Certified Public Accountant for a final compilation of the year's financial condition and results of operations on or before February 1st of each year. The treasurer shall be responsible for paying the corporate membership to the St. Augustine Lighthouse and Museum.

G. **The Parliamentarian** shall be the immediate past President unless otherwise designated by the President. She shall be thoroughly familiar with the Charter and by-laws of the League, and shall advise the presiding officer on points of parliamentary law as specified in Robert's Rules of Parliamentary Procedure and also give similar advice to League members and the Board of Directors, when requested to do so. She shall not exercise the right to vote when acting in an advisory capacity. She shall serve as Chairman of the by-laws Committee and appoint committee members as needed.

Section 5. Vacancies: The Board fills vacancies in any office of the Executive Board other than that of President. Selected persons serve until the expiration of the original term of office. The position of President-Elect, if vacated, shall either be filled by a special meeting of the nominating committee or during the normal nominating committee as provided for in Section VIII Section 6A; A special nominating committee may be convened at any time by majority vote of the Board of Directors to fill a vacant position of President-Elect. The process for selection and conduct of the special nominating committee will be the same as outlined in Section VIII Section 6A except for references to month.

ARTICLE VII THE BOARD OF DIRECTORS AND THEIR DUTIES

Section 1. *Board of Directors*

A. **Personnel:** The Board of Directors shall consist of all current officers, the Parliamentarian, and the members who shall serve as chairman of the following standing committees: Communications, Membership, Sub Juniors, Ways and Means, Social, Service, Active Sustainer Committee. The chairman shall be appointed by the President with approval of the majority vote of the officers. The President shall announce the action of the Board to the general membership. Those respective chairmen so elected shall automatically qualify as members of the Board of Directors. The committee chairmen approved by the Board of Directors shall be members of the Board for one (1) year, and shall assume their duties effective January 1st. Any member serving on the Board of Directors shall be an active member of the League. The President may appoint an

active member of the League as a non-voting Ex-Officio member of the Board of Directors with majority approval of the Board of Directors.

Section 2. Duties

A. The Board of Directors, upon majority vote, shall act as a governing board controlling the policies and expenditures of the League and shall determine the method of conducting League activities according to the Charter and by-laws.

B. After fifteen (15) days of receipt of written notification of cause for removal, upon a two-thirds (2/3) vote, the Board of Directors shall notify the member in writing of the intent to remove from the Board. An opportunity for a hearing before the Board of Directors shall be given within ten (10) days. At the conclusion of the hearing, a two-thirds (2/3) vote, by secret ballot, will prevail.

C. The Board of Directors will make rules for the use of any League home, residence, grounds or other properties by members, guests, visitors and others.

D. The Board of Directors may fix penalties for violations of rules and enforce and limit the same.

E. The Board of Directors may make rules for its own government within the spirit and intent of the Charter and by-laws of the League and may fix and enforce penalties for violations thereof.

F. The Board of Directors may expel any member for unbecoming conduct in accordance with the provisions here in set forth.

G. The Board of Directors shall have the power to interpret the by-laws and rules of this League and their decisions shall be final.

H. Any materials, records, files, letters or other documents generated on behalf of the Junior Service League of St. Augustine, Florida, Inc. or in furtherance of its goals or projects shall be the exclusive property of the Junior Service League of St. Augustine, Florida, Inc. and no rights thereto shall inure to any of its members.

I. The Board of Directors shall review and establish membership dues prior to the end of the fiscal year.

Section 3. Meetings: Meetings of the Board of Directors shall be held at the discretion of the President or at the request of three (3) members of the League. There shall be no fewer than six (6) such meetings during the fiscal year. Prior to each Board of Directors meeting, the chairman of each committee shall inform the President of any proposed action that should be placed on the agenda or will require voting by the Board of Directors. The President at her discretion may accept additional agenda items or ask for further investigation and report back to the Board of Directors.

Section 4. Vacancies: The President shall appoint any vacated standing committee chair-person.

ARTICLE VIII STANDING COMMITTEES

Section 1. Executive Committee: The Executive Committee shall consist of the officers of the League and one other member of the Board to be appointed by the President and approved by the Board of Directors. The Executive Committee may act for the Board of Directors between meetings as necessary, and shall report its actions to the Board of Directors. The committee may meet from time to time, as necessary for the proper management of the affairs of the League. The members of the executive committee shall serve as the Lightstation committee in the event that a committee should be necessary.

Section 2. Duties: The chairman of committees shall file a written report of all work done in their respective fields at each regular meeting. Each chairman of a standing committee requiring an assistant chairman shall appoint one from the committee members chosen by the President. Each chairman of a standing committee shall keep an up-to-date manual describing the functions and work of her committee. This manual shall be handed to the incoming President, to be passed on to the proper chairman. For voting purposes, two (2) committee members at regularly scheduled committee meetings shall constitute a quorum. The act of a majority of members present at a committee meeting where a quorum is present shall be an act of that committee.

Section 3. Personnel:

A. **The Membership Committee** shall consist of the immediate past President, the President, the President-Elect and additional members to be appointed by the President.

1. The Membership Committee shall receive applications of recommendations for new members of the League, thoroughly investigate the candidate's eligibility, and hold meetings as necessary. The Membership Committee shall be pledged to secrecy concerning proposed members. However, the Membership Chairman shall report activities of the Membership Committee, including information regarding proposed candidates, with the JSL Board of Directors.

2. A letter, which shall announce the name of the Board approved proposed provisional candidates, without revealing their sponsors or endorsers shall be sent by the Membership Chairman to the Active Members and current Provisionals.

3. A League member or current Provisional wishing to comment on a candidate must do so in a signed letter, to reach the Membership Chairman within the time period specified by the President, for confidential consideration by the Membership Committee, who may investigate further, if they so desire. However, The Membership Committee shall not be allowed to receive phone calls regarding candidates or be approached personally by a League member concerning such candidates.

4. If any comments are submitted by members: All comments shall be forwarded to the board. Candidates for membership who received comments from the membership shall require a 2/3 vote of the board of directors to be approved for admission. Those accepting the invitations shall meet the standards set by the League and a period of volunteer service satisfactory to the Service Committee.

5. The Membership Chair shall issue a letter of invitation to membership in the Junior Service League, following the Board approval of said list.

6. The Membership Committee shall administer the Provisional Orientation Course.

B. **The Finance Committee** shall consist of the Treasurer, as Chairman, and other members to be appointed by the President, as necessary.

C. **The Communications Committee** shall consist of a Chairman and any additional members necessary who shall be appointed by the President. This committee shall be responsible for and approve all publicity, such as media releases, advertising, website and social media updates and requests for assistance and cooperation of the community. It shall furnish to the Scrapbook Committee and Historian all publicity given or received by the League.

1. **The Scrapbook Committee** shall consist of a Chairman and any additional members necessary who shall be appointed by the President. The Scrapbook Committee Chairman keep a scrapbook of all publicity given or received by the League. She shall keep a written record of any and all matters concerning activities of the League, which will be of interest in future years.

2. **The Historian** shall be appointed by the President and serve on the Communications Committee. The Historian shall keep a historical record of all league activities and collect information about past league activities. She shall work with corresponding and recording secretaries to maintain a list of all former league members particularly those who have successfully completed their active membership commitment as are eligible to be an active sustainer/sustainer. She shall be responsible for providing historical information as needed for publicity purposes. The Historian may attend board meetings as a non-voting member if requested by the President.

D. **The Ways and Means Committee** shall consist of a Chairman and such additional members, appointed by the President, as are necessary to carry out the work of this committee. The Ways and Means Committee shall plan and supervise all moneymaking projects of the League, subject to approval of the Board of Directors and a majority vote of the membership. The Junior Service League shall donate the proceeds from a fundraising event annually to the Lightstation, to be not less than five thousand dollars (\$5000.00).

E. **The Service Committee** shall consist of a Chairman and such additional members appointed by the President as in her judgment are necessary for carrying out the work of this committee. This committee shall be in direct charge of all social welfare or civic work sponsored by the League. They shall determine creditable hours for all League members and submit documentation of such to the Board of Directors.

F. **The Social Committee** shall consist of a Chairman and all Active Members and Provisionals. This committee shall arrange and be in charge of all social affairs given by the League, including provisional reception and excluding all moneymaking projects of the League.

G. **The Active Sustainer Committee** shall be appointed by the President and approved by the Board of Directors. The chairman shall act as liaison between the Junior Service League Board of Directors and the Active Sustainer Liaison. She shall disseminate information regarding League activities and help foster positive communication and publicity of League events. The committee shall be comprised of the Chair, the President, the Corresponding Secretary, the President-Elect, the Parliamentarian, and other members as assigned by the President.

H. **The Sub-Juniors Committee** shall consist of a Chairman and any additional members necessary, who shall be appointed by the President. This committee shall be responsible for the young women in high school eligible to join Sub-Juniors, and will assist and advise them on their Service project(s) and Ways and Means projects. The Chairman or appointed member of the Sub-Juniors Committee shall attend all Sub- Junior meetings and board meetings.

I. **Active Sustainer Liaison-** shall be chosen by current president at the beginning of her term. The liaison is responsible for communication with Active sustaining and sustaining members and shall report all correspondence with the Junior Service League Board. The Liaison may choose to communicate by newsletter and/ or email. Liaison will facilitate a project with Active members to fulfill requirement for active sustainer involvement with fundraiser. In addition, she will oversee any active-sustainer/ sustainer activities including social events.

Section 6. Special Committees: The Special Committees are those, which are appointed or elected for some special duty of a temporary nature. At the conclusion of their duties, the committee shall cease to exist.

A. Nominating Committee

1. The Nominating Committee shall consist of five (5) active members, not seeking an Executive Board position, the Chairman to be appointed by the President prior to the October general membership meeting, three (3) members to be elected at the October general membership meeting of the League, by nominations from the floor, and one (1) member to be elected by the Board of Directors from the current Board, including the President, prior to the October general membership meeting. The President may attend at her discretion regardless of her voting status on the Nominating Committee. The 3 members nominated from the general membership must have served at least 24 months in the league to be considered for the nominating committee. If less than 3 members meet that qualification, additional nominations may be made from the entire active membership.

2. The Nominating Committee shall prepare a slate of the names of the officers for the ensuing year, whose eligibility for holding office has been thoroughly investigated. The proposed slate shall include the office of President only in the event the President-Elect has declined to serve as President. At the discretion of the Nominating Committee, more than one name may be submitted for a particular office at the time the slate is prepared and voted upon by secret ballot.

3. The Nominating Committee shall submit such slate to the President-Elect for approval. In the event the President-Elect fails to approve the slate as proposed by the Nominating Committee, it shall require four (4) votes of the Nominating Committee to override the President-Elect's veto of the slate as presented. Thereafter the Nominating Committee shall attempt to contact the proposed candidates to ensure interest in the proposed positions. The approved slate will then be presented to the general membership by mail, ten (10) days prior to the November general membership meeting. Nominations for the slate can be made from the floor. If a nomination is made from the floor a secret ballot will be utilized to determine the position.

4. Any Active Member of the League may present a possible candidate's name to the Nominating Committee for consideration.

B. Audit Committee

1. The audit committee shall consist of two (2) members, appointed by the President, who shall not be members of the Finance Committee.

2. The audit committee will be required to perform an annual audit of the financial records of the League and make a written report to the President or Board.

ARTICLE IX MEETINGS

Section 1. Regular Meetings: General meetings shall be held on the 2nd Monday of the month starting in January and each and every month to and including the month of December of each year, except for June and July and in the case of legal holidays, unless otherwise ordered by the President or the Board of Directors. Said meetings are to be held at such time and place as shall be stated in the notice of such general meeting. Attendance at meetings is compulsory. A member may be excused in the case of illness or extended absence from the city, by calling the President, President-Elect or Recording Secretary.

A. At the October general meeting of the League, a Nominating Committee shall be chosen.

B. At the November general meeting of the League, new officers shall be elected, but their office shall not commence until January 1st.

Section 2. Annual Meeting: The December general meeting of the League shall be the annual meeting, at which the officers and committees shall make time a full report of the work and activities of the League during the past year. New officers shall be installed at the December Dinner Meeting or at the discretion of the President if absent, and shall assume the direction of the work and activities of the League on January 1st.

Section 3. Slate Meetings: Slate meetings shall be held prior to the second Board of Directors meeting of the year. Committee chairmen shall meet with the committees to determine the activities for the new year. The President and the President-Elect shall be invited to attend all slate meetings. The President shall read and review the proposed slates for accuracy and completion prior to the second Board of Directors Meeting. During or prior to the second Board of Directors meeting, each Board member will receive a copy of each committees' proposed slate to vote upon for the ensuing year.

Section 4. Special Meetings: The President or Board may call special Meetings.

Section 5. Attendance: Subject to attendance policies all members are required to attend membership meetings.

Section 6. Voting: Business may be conducted by a majority vote of those members present except as otherwise provided by law in these bylaws.

Section 7. Proxy: Proxy voting shall be permitted per policies and procedures.

Section 8. Quorum: A quorum of the League shall consist of two-third of the voting members present for any meeting.

ARTICLE X AMENDMENTS AND PARLIAMENTARY AUTHORITY

Section 1. Amendments: Any amendments to JSL bylaws become effective on approval by JSL membership. After approval by a 2/3 vote of the Board, other bylaws may be amended, or repealed by a two third vote of members present and voting at any meeting of the League provided the proposed amendments or matters to be repealed have been submitted at a previous meeting or have been mailed to each voting member at least two weeks prior to the date of the meeting.

Section 2. Effective Date: As of July 1, 2010, the fiscal year of the JSL will change to January 1st through December 31st. All changes related to the change in the fiscal year will take effect July 1, 2010. The period from July 1, 2010 to December 31, 2010 will be a shortened, six (6) month JSL "year". Board members elected at the May 2010 general meeting will end their term December 31, 2010. Amendments shall be effective upon adjournment of the meeting at which they are adopted unless otherwise specified in the proposed amendment.

Section 3. *Rules of Order:* Robert's Rules of Order, as the same may be revised from time to time shall be the authority of all matters of procedure not specifically covered by the bylaws.