

JUNIOR AUXILIARY OF RUSSELLVILLE, ARKANSAS, INCORPORATED



CONSTITUTION AND BYLAWS AMENDED 2019

JUNIOR AUXILIARY OF RUSSELLVILLE,
ARKANSAS, INCORPORATED 1963

CONSTITUTION AND BYLAWS

AMENDED February 04, 2019 June 6, 2019

BYLAWS

ARTICLE I. NAME

THE NAME OF THIS ORGANIZATION SHALL BE THE JUNIOR AUXILIARY OF RUSSELLVILLE, ARKANSAS, INCORPORATED.

ARTICLE II. PURPOSE and Policies

SECTION 1. PURPOSE

THE PURPOSE OF THIS ORGANIZATION SHALL BE TO ENCOURAGE MEMBERS TO RENDER CHARITABLE SERVICES WHICH ARE BENEFICIAL TO THE GENERAL PUBLIC, WITH PARTICULAR EMPHASIS ON CHILDREN; TO COOPERATE WITH OTHER ORGANIZATIONS PERFORMING SIMILAR SERVICES.

THIS ORGANIZATION IS ORGANIZED EXCLUSIVELY FOR CHARITABLE, EDUCATIONAL, RELIGIOUS, OR SCIENTIFIC PURPOSES WITHIN THE MEANING OF SECTION 501(c)(3) OF THE INTERNAL REVENUE CODE.

SECTION 2. POLICIES

THE POLICIES OF THE JUNIOR AUXILIARY OF RUSSELLVILLE, ARKANSAS, INC., SHALL BE IN HARMONY WITH THE POLICIES OF THE NATIONAL ASSOCIATION OF JUNIOR AUXILIARIES, INCORPORATED.

ARTICLE III. FIELD OF SERVICE

THE FIELD OF SERVICE SHALL BE Russellville, Arkansas, and School District 14 in Pope County, Arkansas.

(All language in upper case in the Constitution, Bylaws and Standing Rules is mandated by NAJA.)

ARTICLE IV. MEMBERSHIP

SECTION 1. CLASSES OF MEMBERSHIP

A WOMAN WHO IS AT LEAST TWENTY-ONE (21) YEARS OF AGE who has been a resident of the Russellville area for a minimum of one (1) year MAY BE CONSIDERED ELIGIBLE FOR MEMBERSHIP. If the person has resided in the Russellville area for one (1) year, but has moved temporarily and returned to the Russellville area, the one (1) year residency requirement may be

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waived. In the absence of a Junior Auxiliary chapter in their current town of residence, they ~~She~~ may be eligible for membership with Junior Auxiliary of Russellville as long as residence is within a reasonable commuting distance to Russellville.

THE CLASSES OF MEMBERSHIP SHALL BE AS FOLLOWS:

- A. PROVISIONAL - PROVISIONAL MEMBERS ARE THOSE WHO ARE ENGAGED IN COMPLYING WITH THE REQUIREMENTS FOR ADMISSION TO ACTIVE MEMBERSHIP AND ARE NOT ELIGIBLE TO VOTE OR HOLD OFFICE. PROVISIONAL MEMBERS ARE REQUIRED TO SERVE A TERM OF SIX (6) MONTHS AND TO COMPLETE A PROVISIONAL COURSE WITHIN THIS ~~PERIOD and accrue~~ a minimum of thirty-six (36) hours. ONE EXTENSION OF SIX (6) MONTHS MAY BE GRANTED BY THE LOCAL BOARD IN THE CASE OF A PROVISIONAL WHO FOR UNAVOIDABLE REASONS IS UNABLE TO COMPLETE THE COURSE WITHIN THE REQUIRED TIME. PROVISIONAL MEMBERS SHALL BE REQUIRED TO COMPLETE PROVISIONAL EDUCATION AND TRAINING IN A MANNER SATISFACTORY TO THE LOCAL BOARD AND IN ACCORDANCE WITH THE ASSOCIATION PROVISIONAL TRAINING MANUAL; SHALL ATTEND AT LEAST TWO/THIRDS (2/3) OF THE REGULAR MEETINGS HELD BY THE CHAPTER DURING THIS PERIOD AND SHALL PAY DUES TO THE CHAPTER. ALL HOURS ACCRUED BY A PROVISIONAL SHALL BE RECORDED AS PROVISIONAL HOURS UNDER EDUCATION. A CHAPTER MEMBERSHIP CARD SHALL BE SENT TO NAJA HEADQUARTERS WITHIN THIRTY (30) DAYS UPON ACCEPTANCE OF THE PROVISIONAL MEMBER.

- B. ACTIVE - ACTIVE MEMBERS ARE THOSE WHO HAVE COMPLETED THE REQUIREMENTS FOR PROVISIONAL MEMBERSHIP AND HAVE BEEN ADMITTED TO ACTIVE MEMBERSHIP BY A TWO-THIRDS (2/3) VOTE OF THE LOCAL BOARD. THEY SHALL BE ENTITLED TO ALL THE PRIVILEGES AND RIGHTS OF MEMBERSHIP, INCLUDING THE RIGHT TO HOLD OFFICE AND TO VOTE, AND ARE RESPONSIBLE FOR CARRYING OUT THE ACTIVITIES OF THE CHAPTER.
 - 1. REQUIREMENTS: TO MAINTAIN MEMBERSHIP IN GOOD STANDING, A MEMBER SHALL PAY DUES TO THE ASSOCIATION ANNUALLY and meet all financial obligations (see Standing Rules), AND SHALL OBTAIN A MINIMUM OF seventy-two (72) hours, including a minimum of TWENTY-FOUR (24) SERVICE HOURS AND TWELVE (12) EDUCATION HOURS PER YEAR. FOR EDUCATION PURPOSES CHAPTER MEETINGS SHALL COUNT ONE HOUR EACH. ~~Eight (8)~~ Six (6) CHAPTER MEETINGS MUST APPLY TOWARD THE ANNUAL EDUCATION REQUIREMENT. OTHER EDUCATION HOURS MAY BE OBTAINED FROM ADDITIONAL CHAPTER MEETINGS, ANNUAL MEETING, AREA MEETINGS, AND CHAPTER/COMMUNITY SEMINARS. FINANCE AND ADMINISTRATION HOUR REQUIREMENTS SHALL BE AT

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THE DISCRETION OF THE CHAPTER. ALL HOURS SHALL BE ACCRUED UNDER THE SUPERVISION OF THE LOCAL BOARD.

2. PENALTIES: AN ACTIVE MEMBER FAILING TO FULFILL THE YEARLY REQUIREMENTS FOR MEMBERSHIP FORFEITS THAT YEAR OF WORK ACCREDITED TOWARD ASSOCIATE MEMBERSHIP ELIGIBILITY. (See Standing Rules)
3. PRIVILEGES: a.) ANY MEMBER WHO, AFTER HAVING SERVED A MINIMUM OF FIVE (5) ACTIVE YEARS AND HAVING PAID TO THE ASSOCIATION A TOTAL AMOUNT EQUAL TO TEN (10) ADDITIONAL YEARS OF CURRENT ASSOCIATE DUES SHALL BE ABSOLVED FROM FURTHER FINANCIAL OBLIGATION. b.) AT THE DISCRETION OF THE LOCAL BOARD, A MEMBER MAY BE TEMPORARILY EXCUSED FROM ACTIVE SERVICE. (See Standing Rules) c.) Any member in good standing shall be: entitled to vote, eligible for elected office, eligible for appointed offices and chairmanships, entitled to propose and/or second Provisional candidates, and entitled to participate in all Junior Auxiliary functions.

C. ASSOCIATE - ASSOCIATE MEMBERS ARE THOSE WHO, WHILE SERVING AS ACTIVE MEMBERS IN GOOD STANDING OF A PROVISIONAL OR ACTIVE JUNIOR AUXILIARY CHAPTER, HAVE ACCUMULATED A MINIMUM OF FIVE (5) YEARS OF ACTIVE SERVICE AND WHO DESIRE TO CHANGE MEMBERSHIP CLASSIFICATION. THE MEMBER SHALL PAY ASSOCIATE DUES. AT THE DISCRETION OF THE CHAPTER, AN ASSOCIATE MEMBER MAY BE ACCORDED ASSOCIATE ACTIVE STATUS.

D. LIFE - LIFE MEMBERS ARE THOSE WHO, AFTER HAVING ACCUMULATED A MINIMUM OF FIVE (5) YEARS OF ACTIVE SERVICE, HAVE PAID TO THE ASSOCIATION A TOTAL AMOUNT EQUAL TO TEN (10) ADDITIONAL YEARS OF CURRENT ASSOCIATE DUES. AT THE DISCRETION OF THE CHAPTER, A LIFE MEMBER MAY BE ACCORDED LIFE/ACTIVE STATUS. Life members wishing to retain the right to vote on new members may do so by performing twenty-four (24) hours of work per year.

E. SUSTAINING - SUSTAINING MEMBERS ARE THOSE PERSONS IN THE COMMUNITY WHO ARE NOT ELIGIBLE FOR ACTIVE MEMBERSHIP AND UPON WHOM THE CHAPTER DESIRES TO BESTOW AN HONORARY MEMBERSHIP DUE TO OUTSTANDING SERVICE OR FINANCIAL CONTRIBUTION TO THE CHAPTER.

F. NON-RESIDENT - ACTIVE MEMBERS IN GOOD STANDING ARE ENTITLED TO NON-RESIDENT MEMBERSHIP, WHICH IS OPEN TO THOSE WHOSE RESIDENCE IS CHANGED TO THAT OF ANOTHER COMMUNITY.

IF A NON-RESIDENT MEMBER WISHES TO COMPLETE ACTIVE OBLIGATION AND ATTAIN ASSOCIATE STATUS THE MEMBER MUST:

1. COMPLETE TWENTY-FOUR (24) HOURS OF VOLUNTEER COMMUNITY SERVICE WITHIN THE COMMUNITY AND TWELVE (12) EDUCATION HOURS PER REMAINING YEAR TO FULFILL THE REQUIREMENTS;
2. PAY NON-RESIDENT DUES TO CHAPTER OF RECORD;
3. REPORT SERVICE AND EDUCATION HOURS TO CHAPTER OF RECORD by April 30~~15~~.

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UPON ATTAINING ASSOCIATE STATUS, THE MEMBER PAYS TO THE ASSOCIATION A TOTAL AMOUNT EQUAL TO TEN (10) YEARS OF ASSOCIATE DUES TO ATTAIN LIFE STATUS.

SECTION 2. ADMISSION TO MEMBERSHIP

A WOMAN WHO IS AT LEAST TWENTY-ONE (21) YEARS OF AGE who ~~has been~~ is a resident of the Russellville area ~~for a minimum of one (1) year~~ MAY BE CONSIDERED ELIGIBLE FOR MEMBERSHIP. ~~In the absence of a Junior Auxiliary chapter in their current town of residence, they~~She may be eligible for membership with Junior Auxiliary of Russellville as long as residence is within a reasonable commuting distance to Russellville.

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SECTION 3. MEMBERSHIP PROCEDURE

See Standing Rules.

SECTION 4. CHANGES IN MEMBERSHIP

Notification to change from Active to Associate and/or Life membership classifications must be given to the Treasurer two (2) months prior to the status change. Changes to another class of membership shall become effective upon the approval of the Executive Board.

ANY MEMBER IN GOOD STANDING WHO CHANGES RESIDENCE SHALL BE PERMITTED TRANSFER PRIVILEGES TO A CHAPTER IN THE NEW LOCALITY. THE RIGHT OF TRANSFER GRANTED IN THIS SECTION DOES NOT EXTEND TO A PERSON WHO HAS BEEN DROPPED OR WHO HAS RESIGNED FROM AUXILIARY MEMBERSHIP. PROVISIONAL and Active MEMBERS SHALL TAKE ANY ADDITIONAL TRAINING REQUIRED BY THE CHAPTER TO WHICH THEY TRANSFER. IF THERE ARE NO VACANCIES IN THE CHAPTER TO WHICH A MEMBER IS TRANSFERRING, THE NAME OF THE MEMBER SHALL BE PLACED ON THE WAITING LIST AND SHALL BE ACCEPTED IN ORDER OF APPLICATION.

A member who resigns or is dropped from a Chapter for non-payment of dues should not be accepted again as a member of that Chapter without approval of the Executive Board.

A member may submit a written request for a leave of absence to the Executive Board. A leave of absence may be granted at the discretion of the Executive Board. The member will forfeit one year of active membership if approved. An active member who cannot fulfill her requirements for any given year may be granted a leave of absence. The leave of absence will be requested of and granted a leave of absence. The leave of absence will be requested of and granted by the board for the period needed, not to exceed one year.

ARTICLE V. DUES AND CHARGES

ALL CLASSES OF MEMBERSHIP WITH THE EXCEPTION OF PROVISIONAL AND LIFE MEMBERS SHALL PAY ANNUAL DUES TO THE ASSOCIATION.

ACTIVE MEMBERS (INCLUDING MEMBERS ON LEAVE OF ABSENCE) AND NON-RESIDENT MEMBERS SHALL PAY \$65 ANNUAL DUES and \$10 local dues. ASSOCIATE MEMBERS SHALL PAY \$35 ANNUAL DUES.

PROVISIONAL MEMBERS SHALL BE LIABLE FOR CHAPTER DUES IMMEDIATELY UPON ACCEPTANCE OF THE INVITATION TO MEMBERSHIP. ACTIVE, ASSOCIATE, AND NON-RESIDENT DUES FOR THE COMING YEAR SHALL BE PAYABLE TO THE CHAPTER NO LATER THAN April 1st.

ALL DUES ARE PAYABLE TO THE ASSOCIATION UPON RECEIPT OF STATEMENT AND ARE DELINQUENT AFTER JULY 15. AN ASSOCIATE MEMBER MAY, AT ANY TIME, PAY THE EQUIVALENT OF TEN YEARS ASSOCIATE DUES TO ATTAIN THE STATUS OF LIFE MEMBER. THIS AMOUNT MUST BE FORWARDED IMMEDIATELY TO HEADQUARTERS IN ORDER FOR LIFE MEMBERSHIP STATUS TO BE GRANTED. Failure to pay dues by May 1 shall constitute a resignation. Members failing to pay all accumulated fines by April 15 shall forfeit that year of work accredited toward Associate membership eligibility.

REFUNDS OF DUES WILL NOT BE MADE TO MEMBERS RESIGNING DURING THE FISCAL YEAR.

REFUNDS WILL NOT BE MADE TO PROVISIONAL MEMBERS FAILING TO MEET THE REQUIREMENTS or resigning from membership.

ASSOCIATE MEMBERS DROPPED FOR NON-PAYMENT OF DUES MAY BE REINSTATED UPON PAYMENT OF A MINMUM OF CURRENT YEAR ASSOCIATE DUES.

ARTICLE VI-CHAPTER MEETINGS

SECTION 1. REGULAR AND SPECIAL MEETINGS.

Regular meetings shall be held the first Thursday of each month. FOR EDUCATION PURPOSES, CHAPTER MEETINGS SHALL COUNT ONE HOUR EACH. ~~Eight (8)~~ **Six (6)** CHAPTER

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MEETINGS MUST APPLY TOWARD THE ANNUAL EDUCATION REQUIREMENT. CHAPTER MEETINGS HELD IN AN ELECTRONIC FORMAT ARE PROHIBITED.

Special meetings shall be held at the discretion of the Executive Board or upon written request of one-fifth (1/5) of the members of the Chapter.

SECTION 2. QUORUM

A quorum shall consist of Majority (50%+1) of the voting members. A quorum must be present before any vote can be taken. A quorum for a meeting at which Provisional candidates are to be elected shall consist of three-fourths (3/4) of the voting members.

The voting body shall consist of the membership in good standing. All matters shall be determined by a majority vote of the members present, except projects, which shall require a two-thirds (2/3) vote of the members present.

SECTION 3. VOTING

ABSENTEE BALLOTS AND PROXY VOTING ARE PROHIBITED. Members and election of officers should not be done electronically.

~~SECTION 4. Evening Chapter Review Meetings~~

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~~Evening Chapter review meetings shall be held the first Tuesday immediately following the regular Thursday Chapter meeting. For education purposes, evening Chapter review meetings shall count one hour each. The education hours acquired by attending these meetings shall count toward the requirement that each member attend at least eight (8) Chapter meetings.~~

~~The purpose of the evening Chapter review meeting is to review the business conducted at the regular Chapter meetings and to offer an additional opportunity for members to obtain the required annual education hours. Members may only receive continuing education hours for attending an evening review for a maximum of four (4) evening review meetings per year. Any evening review meeting attended after the max amount will not count towards the continuing education hour requirement.~~

~~The First Vice President or her designee shall preside at the evening Chapter review meetings.~~

SECTION ~~4~~5. EXCUSED ABSENCES

As a courtesy Officers and Committee Chairman should provide advance notice of their absence to the President. It is the responsibility of the Officer or Chairman to provide a report for their committee/officer actions. The Executive Board will not grant excused absences from a monthly chapter meeting. Officer and Standing Committee reports must be provided to their designee to be presented at the Monthly Chapter Meeting.

ARTICLE VII. OFFICERS

CHAPTER OFFICERS ARE THE PRESIDENT, First and Second VICE-PRESIDENTs, RECORDING SECRETARY, Corresponding Secretary, TREASURER and Assistant Treasurer, Historian and Parliamentarian.

SECTION 1. NOMINATION AND ELECTION

The Parliamentarian shall give a nominating form to the Active membership at the January Chapter meeting for the purpose of soliciting the names of members who are interested in serving as officers. The form will contain the established criteria for each office. The Nominating Committee shall present a slate of candidate(s) to members by email no later than one (1) week before the February Chapter meeting. At the February Chapter meeting, the slate may be approved by acclamation. If not, nominations will be made from the floor. Officers are elected by ballot at the March Chapter meeting for a term of one (1) year, or until successors are chosen. OFFICERS ASSUME DUTIES AT THE BEGINNING OF THE CHAPTER FISCAL YEAR, MAY 1. If a vacancy occurs in the office of First Vice-President, the Nominating Committee will bear the responsibility of presenting a candidate to the membership. If vacancy occurs in any other office, a replacement will be appointed by the President with approval of the Executive Board.

The President shall have been a member of the Executive Board for at least one (1) year previously. A member may not hold the same Executive Board office more than two (2) consecutive years.

SECTION 2. DUTIES AND TERM OF OFFICE

THE PRESIDENT IS THE CHIEF EXECUTIVE OFFICER OF THE CHAPTER, PRESIDES AT ALL CHAPTER, AND EXECUTIVE BOARD MEETINGS, AND IS AN EX-OFFICIO MEMBER TO ALL COMMITTEES EXCEPT THE NOMINATING COMMITTEE. THE PRESIDENT APPOINTS ALL COMMITTEES INCLUDING THE CHAIRMAN, UNLESS OTHERWISE PROVIDED. The President shall serve as the Constitution Committee Chair ~~and shall be responsible for coordinating the submission of award nominations to NAJA.~~ ONE YEAR TERM OF OFFICE AFTER HAVING SERVED AS VICE-PRESIDENT.

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THE First VICE-PRESIDENT ASSUMES THE DUTIES OF THE PRESIDENT IN THE ABSENCE OF THE PRESIDENT. The First Vice-President shall be President-elect; shall serve as Provisional Trainer. ELECTED FOR A TERM OF ONE YEAR. AUTOMATICALLY BECOMES THE PRESIDENT THE NEXT YEAR; MOVES TO EX-OFFICIO THE FOLLOWING YEAR.

The Second Vice-President shall serve as Projects Chairman and shall be responsible for organizing the Projects/Provisional Day Meeting, at which possible projects for the coming year are presented to the membership, and Projects Training Day, as deemed necessary, to train membership on new projects that have been voted in for the year. The Second Vice-President shall work with all committee chairmen to insure that the various projects are scheduled in a manner that will contribute to a smooth

operational year and will schedule necessary reports from committee chairmen. The Second Vice President shall be responsible for a monthly calendar of chapter activities. ~~The Second Vice President will also be the chapter Membership Chairman to be involved in the recruitment, retention, and reengagement of the Chapter members.~~

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THE RECORDING SECRETARY KEEPS THE MINUTES AND THE ROLL OF THE MEETINGS OF THE CHAPTER, AND THE EXECUTIVE BOARD, and of the Executive Committee of the Executive Board; KEEPS A CORRECT, CLASSIFIED LIST OF THE NAMES AND ADDRESSES OF ALL MEMBERS AND MAINTAINS A FILE OF ESSENTIAL RECORDS ON EACH MEMBER including but not limited to the Individual Permanent Record. THESE FILES ARE TRANSFERRED TO THE SUCCESSOR AT THE CLOSE OF THE TERM OF OFFICE. ELECTED FOR A TERM OF ONE YEAR; MAY BE RE-ELECTED FOR ONE ADDITIONAL TERM.

The Corresponding Secretary answers and keeps on file all correspondence relating to the Chapter and shall maintain correspondence with Associate, Life and Sustaining members. Responsibilities will also include expressing the membership's concerns through flowers, a card, or an act of concern and affection for any Junior Auxiliary member (Provisional, Active, Associate, Life or Sustaining) who is experiencing joyful or sad moments.

THE TREASURER and Assistant Treasurer ARE CUSTODIAN(s) OF ALL CHAPTER FUNDS; COLLECT ALL DUES AND ASSESSMENTS AND RECEIVE all MONIES; KEEP FULL AND ACCURATE ACCOUNTS AND PRESENT FINANCIAL STATEMENTS AT THE REGULAR MEETINGS OF THE CHAPTER AND THE BOARD; PRESENT AN ANNUAL REPORT OF THE BALANCE SHEET AT A CHAPTER MEETING AND TRANSFER TO SUCCESSORS ALL BOOKS AND FINANCIAL RECORDS. THE TREASURER and Assistant Treasurer IS (are) RESPONSIBLE FOR FILING ONLINE THE STATEMENT OF CASH BALANCES BY MAY 15, FOR PROMPT PAYMENT OF ALL DUES AND FEES TO NAJA HEADQUARTERS BY JULY 15, AND FOR SENDING A COPY OF FORM 990 or 990-N FILED WITH INTERNAL REVENUE SERVICE TO HEADQUARTERS BY OCTOBER 15 OF EACH YEAR. THE ASSISTANT TREASURER SHOULD BECOME THE TREASURER THE FOLLOWING YEAR **OR** THE TREASURER MAY BE RE-ELECTED FOR ONE ADDITIONAL TERM.

The Historian shall keep the scrapbook for Junior Auxiliary and shall be Outreach Committee Chairman. The completed scrapbook shall be presented to the Outgoing President at the May Chapter meeting.

The Parliamentarian shall be the Immediate Past President if not attaining Associate status that year; in which case, any member having three (3) consecutive Active years of service shall be eligible to be elected Parliamentarian. The Parliamentarian shall be familiar with parliamentary procedure according to Robert's Rules of Order Newly Revised, and shall so advise the President. The Parliamentarian shall be Chairman of the Membership and Nominating Committee and shall be a member of the Constitution Committee. (See Standing Rules).

ARTICLE VIII- EXECUTIVE BOARD

SECTION 1. COMPOSITION AND DUTIES

THE EXECUTIVE BOARD IS COMPOSED OF THE OFFICERS, with the First Vice President acting as liaison for THE CHAIRMEN OF COMMITTEES INVOLVING ADMINISTRATIVE responsibility and the Second Vice President acting as liaison for committees with PROGRAM RESPONSIBILITY, and the chairmen of the Education, Finance, and Public Relations Committees and the Associate Liaison to the Board. EXCEPT AS OTHERWISE PROVIDED, CHAIRMEN ARE APPOINTED BY THE PRESIDENT. THE TERM OF OFFICE OF THE CHAIRMEN IS ONE YEAR.

THE EXECUTIVE BOARD HAS GENERAL CHARGE AND CONTROL OF THE BUSINESS AND PROPERTY OF THE CHAPTER. IT IS RESPONSIBLE FOR THE MONTHLY EXAMINATION OF THE STATEMENTS OF ALL CHAPTER BANK ACCOUNTS. All legal documents and/or contracts with the Junior Auxiliary of Russellville, Arkansas, Incorporated, must be signed by a member of the Executive Board with the Board's prior knowledge and approval.

IT PRESENTS TO THE MEMBERSHIP ALL PROPOSED MAJOR PROGRAM ACTIVITIES FOR RATIFICATION.

SECTION 2. MEETINGS

THE EXECUTIVE BOARD HOLDS REGULARLY SCHEDULED MEETINGS. SPECIAL MEETINGS MAY BE CALLED BY THE PRESIDENT OR UPON REQUEST OF MEMBERS OF THE BOARD.

SECTION 3. THE EXECUTIVE COMMITTEE OF THE EXECUTIVE BOARD

The Executive Committee shall consist of the President, First Vice President, Second Vice President, Corresponding Secretary, Recording Secretary, Treasurer, Parliamentarian and Historian. The Executive Committee shall have the power to act for the Executive Board in the interim between meetings of the Board and shall assist the President in making any major decisions. The President shall have the authority to call special meetings of the Executive Committee at any time.

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ARTICLE IX-COMMITTEES

SECTION 1. STANDING COMMITTEES

A. FINANCE COMMITTEE

THERE SHALL BE A FINANCE COMMITTEE THAT SHALL FUNCTION AS THE FINANCIAL FACT-FINDING COMMITTEE TO ADVISE THE BOARD AND CHAPTER ON MATTERS RELATING TO FINANCING CHAPTER ADMINISTRATION AND COMMUNITY SERVICE PROGRAM. THE COMMITTEE SHALL BE COMPOSED OF THE TREASURER, Assistant Treasurer, AND THE OFFICERS OR CHAIRMEN OF COMMITTEES RESPONSIBLE FOR ANY PHASE OF THE CHAPTER FINANCING TOGETHER WITH SUCH OTHER MEMBERS AS SHALL BE DESIGNATED BY THE PRESIDENT. The committee shall be responsible for preparation of budgets; consulting and advising the Executive Board on problems and policies regarding dues collection, banking, taxes, and all business matters; studying and overseeing Chapter funds and investments; and suggesting, investigating, and directing fund-raising activities.

B. PUBLIC RELATIONS COMMITTEE

THERE SHALL BE A PUBLIC RELATIONS COMMITTEE WHOSE FUNCTION SHALL BE TO MAKE USE OF APPROPRIATE MEDIA FOR THE CHAPTER. IT SHALL ATTEMPT TO BUILD GOOD PUBLIC RELATIONS BY INTERPRETING CHAPTER ACTIVITIES TO THE PUBLIC SO THAT COMMUNITY UNDERSTANDING, INTEREST, AND SUPPORT WILL RESULT. ~~The committee shall also research, submit, and maintain timeliness on NAJA awards and Grant opportunities for the chapter.~~

C. PROJECTS COMMITTEE

THERE SHALL BE A PROJECTS COMMITTEE WHOSE FUNCTION SHALL BE TO SUPERVISE ALL COMMUNITY ACTIVITIES UNDERTAKEN BY THE CHAPTER IN ALL FIELDS OF WORK WITH THE EXCEPTION OF FINANCE; TO CONSULT WITH AND ADVISE THE EXECUTIVE BOARD ON PROBLEMS AND POLICIES REGARDING CHAPTER PROJECTS IN THE FIELDS OF WELFARE, HEALTH, RECREATION, CULTURE, OR EDUCATION; TO STUDY ASSOCIATION POLICIES AND REQUIREMENTS PERTAINING TO PROGRAM AND PROJECTS, AND TO MAKE RECOMMENDATIONS TO THE BOARD WHEN CHAPTER STANDARDS DO NOT COMPLY; TO STUDY AND CONFER WITH THE BOARD IN SEEING THAT CHAPTER PROJECTS ARE OF SUFFICIENT SCOPE TO ENABLE EACH MEMBER TO COMPLETE THE REQUIRED NUMBER OF HOURS PER YEAR; AND TO INTERPRET ALL PHASES OF THE PROGRAM TO THE CHAPTER AND TO COORDINATE THE PROGRAM SO THAT MEMBERS MAY HAVE THE KNOWLEDGE AND TRAINING NECESSARY FOR

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EFFECTIVE COMMUNITY SERVICE AND CITIZENSHIP. THE COMMITTEE SHALL BE COMPOSED OF the 2nd Vice President as GENERAL CHAIRMAN AND THE CHAIRMEN OF COMMITTEES RESPONSIBLE FOR ALL PHASES OF CHAPTER SERVICE, the Placement Chairman, Child Welfare chairman, Civic and Cultural Chairman, Health Committee chairman, and Community Education Chairman, TOGETHER WITH SUCH OTHER MEMBERS AS SHALL BE DESIGNATED BY THE PRESIDENT. THE CHAIRMAN OF THE COMMITTEE SHALL BE APPOINTED BY THE PRESIDENT AND SHALL KEEP ADEQUATE RECORDS OF CHAPTER ACTIVITIES WHICH SHALL BE TURNED OVER TO HER SUCCESSOR.

D. NOMINATING COMMITTEE

THERE SHALL BE A NOMINATING COMMITTEE WHOSE FUNCTION SHALL BE TO PREPARE A SLATE OF CANDIDATES FOR ELECTION TO THE VARIOUS ELECTIVE OFFICES OF THE CHAPTER. THE PRESIDENT SHOULD NOT BE A MEMBER OF THIS COMMITTEE. The committee shall be composed of the Parliamentarian, who shall serve as Chairman and represent the Parliamentarian's Provisional class and the Executive Board, along with the Associate to the Board and an Active member in good standing representing each remaining Provisional class appointed by the President and subject to approval by the Executive Board. Proposed candidates for office serving on this committee should offer an immediate resignation, at which time the President will appoint a replacement for that committee position. (See Standing Rules)

E. EDUCATION COMMITTEE

THERE SHALL BE AN EDUCATION COMMITTEE WHOSE FUNCTION SHALL BE TO IMPLEMENT THE EDUCATION PROGRAM FOR THE CHAPTER TO ENSURE THAT ALL CHAPTER MEMBERS COMPLETE NAJA AND CHAPTER REQUIREMENTS FOR EDUCATION HOURS. The Committee will report to chapter information regarding Area Meeting and Annual Education Conference. As well as, arrange for members to attend. The committee shall also be responsible for coordination and submission of research, submit, and maintain timeliness for NAJA awards.

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F. SCHOLARSHIP COMMITTEE

THERE SHALL BE A SCHOLARSHIP COMMITTEE WHOSE FUNCTION SHALL BE TO SEEK QUALIFIED APPLICANTS FOR THE GRADUATE SCHOLARSHIPS WHICH ARE AWARDED ANNUALLY BY NAJA and to oversee the distribution of local scholarships awarded by the Junior Auxiliary of Russellville, Arkansas, Inc. The Scholarship Committee shall be responsible for publicizing the NAJA and Auxiliary Scholarship Programs; contacting prospective applicants through schools and community agencies; screening, interviewing, and evaluating applicants; securing Chapter endorsement of the applicants; and mailing the completed applications to Association Office by the deadline established by the NAJA Scholarship Committee.

G. CONSTITUTION COMMITTEE

There shall be a Constitution Committee whose purpose shall be to advise the Executive Board and the Chapter of any proposed changes in the Constitution and/or the Bylaws. The Constitution Committee shall be composed of the President who shall serve as Chairman, First Vice-President, Parliamentarian, the Associate to the Board, and any other members as shall be designated by the President.

H. PLACEMENT CHAIRMAN

There shall be a Placement Chairman whose purpose shall be to keep a correct, classified record of all hours worked by the Chapter members. The Placement Chairman shall also serve on the Projects Committee.

I. CHILD WELFARE COMMITTEE

There shall be a Child Welfare Committee whose purpose shall be to investigate and evaluate individual cases where children are in need, and to provide assistance by means of health, food, clothing, shelter, emotional support or referral to other agencies.

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J. COMMUNITY EDUCATION COMMITTEE

There shall be a Community Education Committee whose purpose shall be to provide educational and/or enrichment programs to the curriculum of the Russellville School District 14 in Pope County, Arkansas.

K. HEALTH COMMITTEE

There shall be a Health Committee whose purpose shall be to provide educational and/or enrichment programs dealing with health and/or safety to the community.

L. CIVIC AND CULTURAL COMMITTEE

There shall be a Civic and Cultural Committee whose purpose shall be to provide programs of education and/or enrichment in the areas of citizenship and/or culture to the community.

M. SOCIAL COMMITTEE

There shall be a Social Committee whose purpose shall be to make arrangements for Projects/Provisional Candidates Day, Provisional Coffee, Christmas Coffee, and the Spring Luncheon. Dates of events for which the committee is responsible shall be set by the Chairman, coordinating with the appropriate officer, group or Executive Board.

N. PROPERTIES COMMITTEE

There shall be a Properties Committee whose purpose shall be to inventory, maintain and handle rentals, if applicable, for all properties of the Chapter. Junior Auxiliary may rent out personal property of the organization upon approval of the Property Chair, President and Associate to the Board.

O. OUTREACH COMMITTEE

There shall be an Outreach Committee whose purpose shall be to reach out to Life and Associate members through semi-annual emails and/or phone calls. The committee shall arrange the annual chapter Self-Evaluation in keeping with, but not limited to, the guidelines found in the NAJA Chapter President's Notebook. The Historian shall serve as Chairman, with other members as designated by the President.

P. GRANT COMMITTEE

The committee shall research, submit, and maintain timeliness for Grant opportunities for the chapter.

Q. CROWN CLUB COMMITTEE

There shall be a Crown Club Committee whose purpose is working with high school girls in 10th – 12th grade, who are interested in bettering their community. Through the mentorship of JA, the girls are able to learn leadership development & personal skills through the act of service in the community. They are responsible for organizing as well as implementing service projects and fundraisers. The Chairman shall be over the Public Relations of the Crown Club. The Crown Club shall also have three Co-Chairs that are each over a different project: Cinderella's Closet, Food Pantry, and Cyclone Cyclers.

SECTION 2. SPECIAL COMMITTEES

Special committees shall be appointed by the President who shall designate the powers and term of service.

ARTICLE X-PROGRAM

IN DEVELOPING THE PROGRAM OF SERVICE THE CHAPTER SHALL CONSIDER: a.) COMMUNITY RESOURCES, b.) COMMUNITY NEEDS, AND c.) EFFECTIVE WAYS OF MEETING THESE NEEDS.

THE JUNIOR AUXILIARY OF RUSSELLVILLE, ARKANSAS, INC., SHALL UNDERTAKE THOSE ACTIVITIES WHICH ENHANCE COMMUNITY SERVICES AND RESOURCES, CONTINUE THE EDUCATION OF MEMBERS IN THE VARIOUS FIELDS OF PUBLIC SERVICE, AND MEET THE NEEDS OF MEMBERS.

A PROJECT IS A PLANNED UNDERTAKING IN THE FIELDS OF WELFARE, HEALTH, RECREATION, CULTURE, OR EDUCATION FOR WHICH THE CHAPTER HAS SOME PART OF FINANCIAL OR ADMINISTRATIVE RESPONSIBILITY.

SECTION 1. ELIGIBILITY

ELIGIBILITY OF PROJECTS SHALL BE DETERMINED BY THE PURPOSE STATED IN THE ARTICLES OF INCORPORATION. AN ELIGIBLE ACTIVITY MUST BE INTERPRETED AS BEING SUCH ACTIVITY AS BENEFITS THE MEMBERS AND THE ORGANIZATION, PRECLUDES OVERLAPPING IN THE FIELD OF SERVICE AND IS OF SUFFICIENT IMPORTANCE TO WARRANT THE PARTICIPATION OF THE MEMBERS.

THE CHAPTER MAY ENGAGE IN AS MANY ELIGIBLE PROJECTS AS IS CONSISTENT WITH EFFICIENCY AND EFFECTIVENESS. ADOPTION OF OR PARTICIPATION IN PROJECTS SPONSORED BY OTHER RELIGIOUS, SCHOOL, OR CIVIC ORGANIZATIONS SHOULD BE KEPT TO A MINIMUM. CHAPTER INVOLVEMENT IN ANY POLITICAL ACTIVITY IS PROHIBITED.

SECTION 2. REQUIREMENTS

THE CHAPTER MUST ENGAGE IN AT LEAST ONE CHILD WELFARE PROJECT (NATIONAL SERVICE PROJECT) FOR WHICH THE CHAPTER HAS FULL ADMINISTRATIVE RESPONSIBILITY.

ALL PROJECTS UNDERTAKEN BY THE CHAPTER MUST BE VOTED UPON BY THE CHAPTER MEMBERSHIP.

ARTICLE XI-POLICIES

SECTION 1. FISCAL YEAR

THE FISCAL YEAR SHALL BE FROM MAY 1 THROUGH APRIL 30.

SECTION 2. INUREMENT OF INCOME

NO PART OF THE NET EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO, ITS MEMBERS, DIRECTORS, OFFICERS OR OTHER PRIVATE PERSONS EXCEPT THAT THE CORPORATION SHALL BE AUTHORIZED AND EMPOWERED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED.

SECTION 3. CONFLICT OF INTEREST

ANY MEMBER OF THE JUNIOR AUXILIARY OF Russellville, AR SHALL HAVE A DUTY OF LOYALTY TO THE CHAPTER AND SHALL NOT USE HER POSITION AS AN OFFICER, CHAIRMAN OR VOLUNTEER FOR PERSONAL BENEFIT. IF A MEMBER IS AWARE OF A POTENTIAL CONFLICT OF INTEREST WITH ANY MATTER COMING BEFORE THE CHAPTER THAT MAY RESULT IN A DIRECT BENEFIT TO THE MEMBER AND/OR HER FAMILY, THE MEMBER HAS A DUTY OF FULL DISCLOSURE TO THE CHAPTER EXECUTIVE COMMITTEE WHICH WILL MAKE THE DETERMINATION WHETHER THE MEMBER SHOULD RECUSE HERSELF FROM THE DISCUSSION AND DECISION.

SECTION 4. LEGISLATIVE OR POLITICAL ACTIVITIES

NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL BE THE CARRYING ON OF PROPAGANDA OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION AND THE CORPORATION SHALL NOT PARTICIPATE IN OR INTERVENE IN (INCLUDING THE PUBLISHING OR DISTRIBUTION OF STATEMENTS) ANY POLITICAL CAMPAIGN ON BEHALF OF ANY CANDIDATE FOR PUBLIC OFFICE.

SECTION 5. OPERATIONAL LIMITATIONS

NOTWITHSTANDING ANY OTHER PROVISIONS OF THESE BYLAWS, THE CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON (A) BY A CORPORATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501 (C)(3) OF THE INTERNAL REVENUE CODE OF 1986 (OR THE CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW) OR (B) BY A CORPORATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE INTERNAL REVENUE CODE OF 1986 (OR THE CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW).

SECTION 6. FINANCIAL RECORDS

THE BOOKS OF ACCOUNT OF THIS CHAPTER SHALL BE KEPT IN ACCORDANCE WITH SOUND ACCOUNTING PRACTICES AND AN ANNUAL REPORT OF THE BALANCE SHEET SHALL BE READ AT A CHAPTER MEETING.

SECTION 7. CODE OF CONDUCT

The Chapter's reputation that of its members collectively and individually, directly impacts the Chapter's ability to conduct the business of the Chapter including, but not limited to, executing successful finance projects and service projects and recruiting and retaining members. Chapter business and votes shall be considered confidential. As such, members shall use discretion in discussing Chapter business matters outside of a general business meeting, Executive Board meeting or committee

meeting. This includes, but it is not limited to, discussing Chapter business and the decision of the Board and Chapter with individuals who are not members of the Chapter, making comments in a public setting or via social media, and generally disparaging the Chapter and/or any of its members. Members whose actions and conduct violate this policy shall be brought before the Executive Board and may incur fines and penalties up to and including expulsion from the Chapter membership at the Executive Board's discretion.

ARTICLE XII-AMENDMENTS AND PARLIAMENTARY AUTHORITY

The Constitution and Bylaws may be amended at any Chapter meeting. The procedures for amendment may begin in any of the following ways:

(1) Written proposed changes signed by five (5) Active members may be presented to the Chairman of the Constitution Committee, who in turn will present the changes to the Executive Board. (2) The Constitution Committee shall present the proposed changes to the Executive Board. (3) The Executive Board may propose changes directly to the membership verbally and in writing one (1) month prior to voting on the amendment.

If the Executive Board shall approve the proposed changes, they shall then be presented to the Chapter at large, orally and in writing, one (1) month prior to voting on the amendments. A two-thirds (2/3) vote of the members present shall be required to adopt such changes.

ROBERT'S RULES OF ORDER (NEWLY REVISED) SHALL BE THE AUTHORITY FOR ALL MATTERS OF PROCEDURE NOT SPECIFICALLY COVERED BY THE BYLAWS OR BY SPECIAL RULES OF PROCEDURE ADOPTED BY THE CHAPTER.

ARTICLE XIII-DISSOLUTION

SHOULD THE JUNIOR AUXILIARY OF RUSSELLVILLE, ARKANSAS, INCORPORATED EVER BE DISSOLVED PURSUANT TO ARKANSAS CODE SECTION 4-28-207 Charitable, religious, etc., organizations (Amendment of articles of incorporation by operation of law), THE DISPOSITION OF ALL ASSETS OF THE CORPORATION REMAINING SHALL BE DISTRIBUTED TO ONE OR MORE EXEMPT PURPOSES, AS OUTLINED IN IRS REGULATION SECTION 1.501 (c) (3)-1(b) (4).

UPON THE DISSOLUTION OF THIS CORPORATION, THE EXECUTIVE BOARD SHALL, AFTER PAYING OR MAKING PROVISIONS FOR THE PAYMENT OF ALL THE LIABILITIES OF THE CORPORATION, DISPOSE OF ALL THE ASSETS OF THE CORPORATION EXCLUSIVELY FOR THE PURPOSES OF THE CORPORATION IN SUCH MANNER, OR TO SUCH ORGANIZATION OR ORGANIZATIONS ORGANIZED AND OPERATED EXCLUSIVELY FOR CHARITABLE, EDUCATIONAL, RELIGIOUS, OR SCIENTIFIC PURPOSES AS SHALL AT THE TIME QUALIFY AS AN EXEMPT ORGANIZATION OR ORGANIZATIONS UNDER SECTION 501 (C) (3) OF THE INTERNAL REVENUE CODE OF 1986 (OR THE CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW), AS THE EXECUTIVE

BOARD SHALL DETERMINE. ANY SUCH ASSETS NOT SO DISPOSED OF SHALL BE DISPOSED OF BY THE COURT OF COMMON PLEAS OF THE COUNTY IN WHICH THE PRINCIPAL OFFICE OF THE CORPORATION IS THEN LOCATED, EXCLUSIVELY FOR SUCH PURPOSES OR TO SUCH ORGANIZATION OR ORGANIZATIONS, AS SAID COURT SHALL DETERMINE, WHICH ARE ORGANIZED AND OPERATED EXCLUSIVELY FOR SUCH PURPOSES.

ARTICLE XIV-INDEMNIFICATION

The Junior Auxiliary of Russellville, Arkansas, Inc. shall have the power to indemnify any person who was, or is a party, or is threatened to be a party to any threatened pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, other than an action by or in the right of the corporation, by reason of the fact that the person is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses, including attorneys' fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by the person in connection with the action, suit, or other proceeding to the extent permitted under Act 576 of 1965 of the State of Arkansas as now or hereinafter amended.

**ARTICLE XV—REGISTERED AGENT
AND REGISTERED OFFICE FOR SERVICE OF PROCESS**

SECTION 1. REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to Arkansas law, a Registered Agent along with a Registered Office for service of process must be on file with the Secretary of State.

It shall be the responsible of the Executive Board to ensure that the records on file with the Secretary of State remain current. To this end, the Executive Board shall review both the name of the Registered Agent and the address of the Registered Office for service of process on file with the Secretary of State at least once every five years.

SECTION 2. CHANGE OF REGISTERED AGENT AND REGISTERED OFFICE

When appropriate, the Executive Board shall name a new Registered Agent along with a new Registered Office for service of process.

It shall be the responsibility of the Executive Board to designate an individual to update said records with the Secretary of State. The Designee shall see that the appropriate forms are filed and that that the appropriate filing fee is paid. The Designee shall report back to the Executive Board upon completion.

SECTION 3. MAINTENANCE OF RECORDS

The Junior Auxiliary of Russellville, Arkansas, Incorporated shall maintain all forms filed with the

Secretary of State.

Additionally, an ongoing log shall be maintained of the Registered Agents along with the Registered Offices for service of process. Said log shall include the name of the Registered Agent, the address of the Registered Office, and the beginning and ending dates of such designations.

| June 2019 JA (BJS)