



JUNIOR LEAGUE OF INDIAN RIVER

2016-2017

PROPOSED BYLAWS CHANGES

The Junior League of Indian River, Inc. Bylaws, Standing Rules, Internal Policies, and External Policies have been edited to streamline and consolidate the information provided and be more relevant to the current League.

Bylaws define the primary characteristics of an organization, prescribe how the organization functions, and clarify authority. Bylaws should name the organization and the organizational purpose, list membership classifications, detail Officer and Board of Directors information, outline Committees, and provide information on meetings, parliamentary authority, and procedure for amendment of the Bylaws. Bylaws are Board of Directors or Committee-driven and may be changed by a Membership vote.

Policies are the guidelines within which the organization must operate. Policies often provide guidelines for the basic rules included in the Bylaws. Membership Policies (Membership Rights, Privileges, and Responsibilities) are Board of Directors or Committee-driven and may be changed by a Membership vote. Operation Policies are Board of Directors or Committee-driven and may be changed by a Board of Directors vote.

Below are the proposed changes to the Bylaws and newly created Operational Policies and Membership Rights, Privileges, and Responsibilities:



JUNIOR LEAGUE OF INDIAN RIVER

The Junior League of Indian River, Inc. is an organization of women committed to promoting voluntarism, developing the potential of women and improving communities through the effective action and leadership of trained volunteers. Its purpose is exclusively educational and charitable.

ARTICLES OF INCORPORATION AND BYLAWS

April 2016

**ARTICLES OF INCORPORATION
OF THE JUNIOR LEAGUE OF INDIAN RIVER, INC.**

INCORPORATED

Amended January 1992, July 1994, February 1996, January 2007, June 2013, and April 2016.

Pursuant to the provision of section 617.1006, Florida Statutes the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

The Articles of Amendment to the Articles of Incorporation for Junior Service League of Indian River, Inc. which changed its name to Junior League of Indian River, Inc. a Florida corporation were filed on July 11, 1994.

(A Corporation Not For Profit)

WE the undersigned, desiring to form a corporation for charitable and philanthropic purposes under the provisions of Chapter 617, Florida Statutes, agree as follows:

ARTICLE I. Name and Address

The name of this corporation shall be: Junior League of Indian River, Inc., and the address shall be P. O. Box 3008, Vero Beach, Florida 32964 or other such place as the Board of Directors may designate from time to time. The territory in which this League's operations are to be principally conducted is Indian River County, Florida. The principal office of the corporation is to be located in Vero Beach, Florida.

ARTICLE II. Duration

The period of the duration of this corporation is perpetual unless dissolved according to law. The corporate existence shall commence with filing with the Secretary of State of Florida.

ARTICLE III. Purpose

The purpose for which the Junior League of Indian River, Inc. is organized are exclusively charitable and educational within the meaning of Section 501 © (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under section 501 © (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE IV. Membership Qualifications

Membership in the Junior League of Indian River, Inc. shall consist of women qualified under the Bylaws of the corporation for membership in the corporation. Members shall be admitted as provided for in the Bylaws of the corporation. In addition to active members, the Bylaws may provide for other classes of membership. This league shall not discriminate because of race, creed, or national origin.

ARTICLE V. Dues

Section 1. The dues payable by each member shall be fixed by the Bylaws and may vary in amount according to the classification of the member. The Bylaws may also provide for penalties for delinquent dues.

Section 2. The Board of Directors shall have the power to fix special dues and assess fines in such sums as it may in its discretion determine subject to such limitations as may be prescribed by the Bylaws.

ARTICLE VI. Board of Directors

The affairs of the corporation shall be managed by a Board of Directors composed of the duly elected officers and chairmen of the standing committees of said corporation. The number constituting the Board of Directors upon affiliation with the Association of Junior Leagues International is twenty eight. The elected officers of the corporation is eight, and the names and addresses of the persons who are to serve initially are:

Name	Address
Ellen Walker	1346 River Ridge Drive, Vero Beach, Florida 32963
Kathy Edwards	536 Point Lane, Vero Beach, Florida 32963
Linda Downey	325 Little Harbour Lane, Vero Beach, Florida 32963
Elizabeth Hanley	P.O. Box 3082, Vero Beach, Florida 32964
Suzanne Conway	250 Riverway Drive, Vero Beach, Florida 32963
Lisa Wilcox	725 36th Avenue, Vero Beach, Florida 32968
Eloise Nelson	80 Oyster Shell Lane, Vero Beach, Florida 32963
Andrea Thurn	1300 Indian Mound Trail, Vero Beach, Florida 32963

ARTICLE VII. Amendments

Amendments to these Articles of Incorporation, Bylaws, and Amendments of this corporation are to be adopted, amended, made, altered, or rescinded by two-thirds vote of the members present and voting at a regular meeting or at a special meeting called for that purpose; notice of such special meetings shall be given to the member in writing at least five days prior to such special meeting.

ARTICLE VIII. Limit on Indebtedness

The highest amount of indebtedness or liability by which this corporation may at any time subject itself shall be seventy-five percent of the value of the assets of the corporation.

ARTICLE IX. Distribution of Assets upon Dissolution

No person, firm, or corporation shall ever receive any dividends or profits from the undertaking of this corporation and upon dissolution of the organization, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501 © (3) of the Internal Revenue Code, or to the Federal Government, or to a state or local government, for a public purpose, and none of the assets will be distributed to any member, officer, or Trustee of this corporation.

ARTICLE X. Stocks

This corporation is organized under a non-stock basis.

ARTICLE XI. Incorporators

The name and address of each incorporator is:

Shirley Anna Johnson	Deborah S. Chastain
664 Wall Street	751 S. Highway A1A
Vero Beach, Florida 32960	Vero Beach, Florida 32963

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 17th day of October, 1990.

Shirley Anna Johnson
 Deborah S. Chastain
 STATE OF FLORIDA
 COUNTY OF INDIAN RIVER

THE FOREGOING instrument was acknowledged and sworn to before me this 17th day of October, 1990, by Shirley A. Johnson of the Junior Service League of Indian River, Inc.

(Seal)
 Ann M. Hayman, Notary Public
 My Commission Expires September 11, 1993

**THE JUNIOR LEAGUE OF INDIAN RIVER, INC.
BYLAWS**

ARTICLE I. NAME

The name of this organization shall be the Junior League of Indian River, Inc., hereafter referred to as "the League."

ARTICLE II. PURPOSE AND POLICIES

Section 1. Purpose and Mission

The purposes of the League are as set forth in its Certificate of Incorporation. In amplification, but not by way of limitation, the League is an organization of women committed to promoting voluntarism, developing the potential of women, and improving communities through the effective action and leadership of trained volunteers. Its purpose is exclusively educational and charitable.

Section 2. Policies

The policies of the League shall be in harmony with the policies of the Association of the Junior Leagues International Incorporated, hereinafter sometimes referred to as "the Association," and the Operation Policies and Member Rights, Privileges, and Responsibilities adopted by the League.

ARTICLE III. MEMBERSHIP

Section 1.

- A. The League does not discriminate on the basis of race, creed, religion, disability, national origin, or sexual orientation. All meetings and functions of the League shall be held at facilities which do not discriminate against women, or on the basis of race, religion, disability, national origin, or sexual orientation.
- B. The League nurtures a culture that is highly ethical, making decisions based on doing the right work in the right way for the right results.
- C. The League strives to ensure that no member's purpose is more important than preserving the name and goodwill of the League.
- D. The League fosters a climate where all members act with courage, integrity, honesty, and fairness. The League is committed to creating an atmosphere that is free of discrimination or harassment of any kind, and where differences are respected and valued.
- E. The League strives to provide an engaging environment where members can learn, grow, and develop, both professionally and personally.

Section 2. Qualifications and Eligibility

- A. No member shall at any one time be a member of more than one Junior League.
- B. A prospective member shall have reached her 21st birthday by June 1st of the year in which she applies for membership.
- C. The League shall use the following criteria for consideration of applicants for Provisional membership:
 - a. age and residency,
 - b. interest in volunteerism,
 - c. commitment to community service, and
 - d. interest in developing her potential for voluntary community participation.

- D. There shall be no deliberative process in the admissions system. No additional criteria shall be used. The application form shall include only information based on the above criteria.

Section 3. Membership Categories

- A. **Provisional**
Provisional members are new members who are engaged in training established by the League to prepare them for effective community and League involvement.
- B. **Active**
Active members are those who have completed Provisional training and justify Active membership by demonstrating volunteer service to the community and the League, as defined by the League.
- C. **Sustaining**
Sustaining members are those who have fulfilled Active membership requirements, as defined by the League, and who continue to support the League and its community.

Section 4. Membership in Good Standing

A member shall be considered in good standing if she fulfills all membership obligations to the League, as defined by the Board of Directors, including, but not limited to, the timely payment of dues, fulfillment of volunteer responsibilities, and participation in League activities as outlined in the League Policies.

Section 5. Transfers Between Junior Leagues

Any Provisional, Active, or Sustaining member in good standing of a Junior League may transfer membership to another Junior League. A member who transfers to another Junior League shall be granted the status consistent with the specifications of membership categories of the receiving Junior League. A Provisional member who transfers has the right to complete the training for effective community and Junior League involvement as determined by the receiving Junior League.

Section 6. Resignation and Termination of Membership

- A. Any member who is not in arrears in dues or charges or in the performance of League duties may resign in good standing.
- B. A resigning member shall be liable for her financial obligations and dues through the end of the fiscal year during which the resignation is received.
- C. A member who has not met all her membership obligations may have her membership terminated upon fifteen (15) days prior written notice from the Board of Directors. A member that receives such notice is entitled to a hearing before the Board of Directors to determine the conditions, if any, under which her membership might remain in force, provided the member makes a request for such hearing before the effective date of her membership termination. In cases on nonpayment of dues, removal from membership is automatic without the opportunity or need for a hearing.

Section 7. Reinstatement

- A. A member who resigned in good standing in accordance with these Bylaws may be reinstated upon payment of the dues currently payable.
- B. An individual whose membership was terminated for non-fulfillment of her membership obligations may be reinstated.

ARTICLE IV. DUES, FEES, AND CHARGES

The Board of Directors, in its authority to govern and manage the League, from time to time shall set the amount for membership dues and other fees. Such fees shall be subject to the approval of the membership and are specified in the Membership Rights, Privileges, and Responsibilities.

ARTICLE V. MEETINGS OF THE JUNIOR LEAGUE OF INDIAN RIVER

Section 1. General Membership Meetings

Regular meetings of the membership, also known as General Membership Meetings, shall be held at regular intervals throughout the year. The dates of such meetings shall be determined by the Board of Directors and communicated to the membership as in Section 4(A) of this Article.

Section 2. Special Meetings

Special meetings may be called by the Board of Directors or shall be called upon written request of one-third (1/3) of the Active members of the League.

Section 3. Annual Meeting

The Annual Meeting of the League shall be held once a year on a date and at a time designated by the Board of Directors. The purpose of the Annual Meeting shall be the election of the Board of Directors, voting on the League budget, and such other business as shall be determined by the Board of Directors. Attendance by Active members at this meeting is mandatory. If a member cannot attend this meeting, she must contact the Communications Vice President or another member of the Board, and the member must obtain an absentee ballot.

Section 4. Notice of Meetings

- A. Written notice of the time and place of each General Membership Meeting shall be given by the Communications Vice President or, in the Communication Vice President's absence, by any other Officer of the League, to each member at least one week prior to the meeting.
- B. Notice of special membership meetings shall be given by the Communications Vice President or, in the Communications Vice President's absence, by any other Officer of the League, at least 48 hours in advance, and the meetings shall be considered compulsory.
- C. Written notice of the time and place of the Annual Meeting shall be given by the Communications Vice President or, in the Communication Vice President's absence, by any other Officer of the League, to each member at least one month prior to the meeting.

Section 5. Quorum

A quorum of the League shall consist of one-third (1/3) of the voting members.

Section 6. Voting

- A. Only Active members in good standing may vote at meetings of members of the League.
- B. Except as otherwise provided by statute or these Bylaws, the affirmative vote of a majority of the members represented and voting, if a quorum is present at such time, shall be the act of the membership of the League.
- C. Absentee voting shall be permitted for those items about which the membership has received prior notice. Absentee ballots must be delivered to each member at least seven (7) calendar days prior to the day of the meeting at which the relevant vote will be taken. Absentee ballots must be returned to the League office within two (2) days prior to the meeting. If the proposal on which the vote will be taken is amended or changed in any way during the meeting, all absentee ballots shall be deemed null and void. If any member who has voted by absentee ballot is present at the meeting, her ballot will be null and void.

ARTICLE VI. BOARD OF DIRECTORS

Section 1. Personnel

- A. The Board of Directors shall consist of the elected officers and one sustaining member. Each member is allowed one (1) vote.

- B. The officers of the League shall be the President, the President-Elect, the Immediate Past President, the Finance Vice President, the Communications Vice President, the Community Vice President, the Fund Development Vice President, and the Membership Vice President.

Section 2. Nominations

- A. The Nominating & Placement Committee shall prepare, for election by the membership, a single slate of candidates for election to the Board of Directors.
- B. The slate shall be in the hands of the membership fifteen (15) days before the election meeting.
- C. Additional nominations with signatures of one-third (1/3) of the Active membership shall be in the hands of the Communications Vice President seven (7) days prior to the election meeting. The Communications Vice President shall immediately post these additional nominees.
- D. Only candidates so nominated shall be eligible for election.
- E. The write-in candidate shall be presented with the slate at the election meeting.
- F. If a member of the Nominating & Placement Committee wishes to be considered for a position on the Board of Directors, she must resign from the Nominating & Placement Committee prior to the slate being presented to the Communications Vice President and the Board of Directors as stated above.

Section 3. Election and Term

Officers shall be elected by ballot at the Annual Meeting for a term of one (1) year. If only one candidate is nominated for an office, the election may be by voice vote. The newly elected officers shall assume their duties at the beginning of the fiscal year.

Section 4. Board of Directors Duties

The duties of the Board of Directors are to:

- A. guide the League's compliance with the Junior League Mission, Vision, and Reaching Out Statement, and the Association of Junior Leagues International, Inc.;
- B. ensure that the League is in compliance with all legal regulations, rules, and ethical standards, maintains its accountability to the community, and operates for the public good in accordance with the purposes and limitations set forth in the Certificate of Incorporation of the League and in these Bylaws;
- C. set Policies and goals, direct planning, and oversee the implementation of plans so as to enhance the effectiveness of the League's programs, promote the achievement of established goals, and further the work and impact of the League. Those Policies which impact the rights, privileges, and responsibilities of the members of the League shall require approval of the membership entitled to vote before they are carried into effect. All other Policies shall be approved by the Board of Directors except as may otherwise be required by law;
- D. determine the management structure necessary to carry into effect the operations and plans of the League, including determining the number and duties of those designated to lead the management structure;
- E. ensure that the League has adequate resources to fulfill its Mission and goals;
- F. execute prudent financial oversight, including ensuring appropriate financial controls are in place and that the League responsibly budgets, invests, and uses the funds at its disposal; and
- G. perform its duties in ways that will enhance the League's reputation in the community.

Section 5. Officer and Sustainer Liaison Duties

The duties of officers and the Sustainer Liaison shall be such as the Board of Directors may prescribe in addition to the following specified duties:

- A. President: The President shall be the chief executive officer of this League, shall preside at meetings of this League, and shall be an ex-officio member of all Committees except the Nominating & Placement Committee. The President shall be responsible for promoting the image of the League and shall be the liaison with the community. Based on contract approval by the Board of Directors, the President shall sign, with the Finance Vice President, all contracts for the League. She shall serve as the official liaison to legal counsel.
- B. President-Elect: The President-Elect shall assist the President, shall assume the duties of the President in her absence, and shall fulfill the unexpired term of the President upon her resignation or removal from office. She shall serve as Administrative Vice-President and chair the Administrative Council. She shall also serve as a member of the Future Planning & Review Committee and chair the Bylaws Committee. She shall oversee the administration of the League database. She shall be responsible for member attendance records, transfers, dues notices, thank you letters, and year end letters. In addition, she shall be responsible for annual dues mailings and membership status changes.
- C. Immediate Past President: The Immediate Past President shall provide advice and leadership to the Board of Directors regarding past practices and other matters to assist in governing the League. She shall support the President and the President-Elect on an as needed basis. She also acts as chair of the Nominating & Placement Committee and oversees annual awards selection.
- D. Finance Vice President: The Finance Vice President shall collect all dues and assessments, receive all monies, be the custodian of its funds, and shall oversee all accounting operations while working directly with the accounting/bookkeeping professionals retained by the League. The Finance Vice President shall present financial statements at the regular meetings of the League and the Board of Directors. She shall turn over to her successor all financial records. She shall initiate and supervise investments of the League's funds. Based on contract approval by the Board of Directors, the Finance Vice President shall sign, with the President, all contracts for this League. The Finance Vice President shall ensure the preparation of the financial forecasts and the annual budget for presentation to the Board for review and to the general membership for approval.
- E. Communications Vice President: The Communications Vice President oversees the Communications Council and a communication program that shall be comprehensive, encompass publications, and maintain media relations, publicity, and advertising integrated into a goal centered approach that creates positive and professional impressions among the League and community. She shall keep minutes of all meetings and proceedings of the League and the Board of Directors. She shall strive to inform and educate the membership and community about the League's purpose and activities. Public awareness and education on problems and needs within our focus area are critical. The Communications VP shall strive to follow the branding standards set by the Association.
- F. Community Vice President: The Community Vice President shall assist the President in community affairs. She shall chair the Community Council. The Community Vice President shall assume the duties of the President in absence of the President and the President-Elect. The Committees under this Council shall be Community Research & Development, State Public Affairs, and all community programs voted by the membership for the fiscal year.
- G. Fund Development Vice President: The Fund Development Vice President shall oversee all fundraising activities. She shall chair the Fund Development Council. The Committees under this Council shall include the Fund Development/Solicitation Committee and all fundraising Committees approved yearly by the membership.
- H. Membership Vice President: She shall chair the Membership Council. The Committees under this Council shall be Membership Development & Outreach, Nominating & Placement, Sustainers, Education & Training, and Membership Activities. She shall guide, mentor, and encourage the members of her Council to help develop better connections amongst the League, educate the League, increase membership, and boost League morale. She shall assist the President and President-Elect in planning General Membership Meetings.
- I. Sustainer Liason: The Sustainer Liaison shall attend and serve both on the League Active Board and the Board of the Sustaining Membership. She shall provide an avenue of communication between both Boards and act in an advisory capacity to the Active Board. She shall attend general meetings whenever possible.

Section 6. Meetings

- A. The Board of Directors shall hold regular monthly meetings. Special meetings may be called by the President or by written request to the Board of Directors by three (3) members of the Board of Directors. Board members may

designate another Board member to be her proxy at meetings of the Board of Directors.

- B. A meeting of the Board of Directors may be held entirely or partially by any means of electronic communication. Participation by such means shall constitute presence of that member.
- C. Emergency Between Meetings: The President and three Officers shall have, only on an emergency basis as determined by the President, the authority of the Board of Directors between the meetings of the Board. Any action taken by the President and any three Officers must be submitted to the Board for ratification at its next meeting to be binding.

Section 7. Quorum

A majority of members of the Board of Directors including proxies shall constitute a quorum respectively.

Section 8. Absentee Ballots

An officer may give advance written consent or opposition to a proposal to be acted on at a Board of Directors meeting. Such written notice does not constitute presence for the purposes of determining the existence of a quorum. Written consent or opposition shall be counted as a vote on the proposal and shall be recorded in Board of Directors meeting minutes.

Section 9. Officers and Directors Insurance Policy

The League shall carry an Officers and Directors insurance policy indemnifying all members of the Board of Directors. The premium for said policy shall be paid in full by the League. Proof of insurance shall be provided to each member of the Board of Directors upon their assuming their position on the Board.

Section 10. Indemnification

Each officer, their heirs, and executors shall be indemnified by the League to the fullest extent under Florida Law.

Section 11. Vacancies and Temporary Leaves

- A. A vacancy shall be deemed to exist by resignation, death, or creation of a new position. A vacancy in any office except President shall be filled by the Board of Directors from a slate submitted by the Nominating & Placement Committee. The Board of Directors shall approve the nomination of the member by a two-thirds (2/3) vote. The person elected shall serve until the expiration of the original term of office.
- B. In the event that a member of the Board of Directors requires a temporary leave, the President may appoint a member to serve in her place. The person so appointed shall have the same voting rights and privileges on the Board of Directors as the person she is temporarily replacing.

Section 12. Committees of the Board

- A. The Board of Directors, in its authority to govern and manage the League, shall determine, from time to time, the number and composition of Committees of the Board as may be needed to execute the League's operations and activities. Committees shall have the power and authority delegated by the Board of Directors.
- B. Each Committee of the Board shall have at least three (3) Directors. Bylaw provisions herein that govern meetings, actions without a meeting, notice and waiver of notice, and quorum and voting requirements of the Board of Directors shall apply to Committees of the Board as well.

ARTICLE VII. FISCAL POLICIES

Section 1. Fiscal Year

The fiscal year shall be from June 1 through May 31. The budget for the following year will be approved at the Annual meeting.

Section 2. Banks and Authorized Signatories

- A. The Board of Directors is authorized to select such banks or depositories as it shall deem proper for the funds of the League. The Board of Directors shall determine who shall be authorized on the League's behalf to sign bills, notes, receipts, acceptances, endorsements, checks, releases, contracts, and other documents and instruments. All checks of over \$1,000 must carry two (2) signatures.
- B. In addition, two members of the Sustainers Committee shall be authorized to establish and maintain a Sustainer Reserve Account at a financial institution. Two members of the Sustainers Committee must sign on all checks. All checks over \$1,000 must carry two (2) signatures.

Section 3. Investments

The funds of the League may be retained, in whole or in part, in cash or be invested and reinvested from time to time in such property – real, personal, or otherwise – including, without limitation, stocks, bonds, or other securities consistent with parameters set by, and subject to, review and approval of the Board of Directors.

Section 4. Annual Financial Report

The books and accounts of the League shall be kept in accordance with generally accepted accounting principles and shall be audited or reviewed annually by a certified public accountant at the end of the fiscal year. A copy of the audited or reviewed financial report shall be made available to each member of the League upon request.

Section 5. Dissolution

In the event of the dissolution of the League, its assets remaining after payment of, or provision for payment of, all debts and liabilities shall be distributed to such corporations which are organized and operated exclusively for charitable purposes and which have established their tax-exempt status under Section 501(c)(3) of the Internal Revenue Code. The Board of Directors shall determine which qualifying organizations shall receive these distributed funds.

ARTICLE VIII. CHANGE OF CHARITABLE STATUS

The League shall immediately inform the Association, and send to the Association evidence, of any change in its status as a tax-exempt organization under Section 501(c)(3) of the United States Internal Revenue Code.

ARTICLE IX. DELEGATES

Delegates and alternates to conferences shall be slated by the Nominating & Placement Committee with input from the President and approved by the Board of Directors.

ARTICLE X. PARLIAMENTARY AUTHORITY

Robert's Rules of Order Newly Revised shall be the parliamentary authority for all matters of procedure not specifically covered by the Articles of Incorporation, Bylaws, Operation Policies, or Membership Rights, Privileges, and Responsibilities adopted by the League.

ARTICLE XI. AMENDMENTS

Section 1. Bylaws

- A. These Bylaws may be amended by a two-thirds (2/3) vote of the members present and voting at any regular or special meeting of the League provided that the proposed amendment has been communicated to each voting member at least one (1) week prior to the date of the meeting.
- B. The Bylaws Chair shall have the authority to make necessary technical and typographical changes to the Bylaws in order to assure editorial continuity with substantive changes approved by the Board of Directors and the membership. These technical and typographical changes shall be reported to the Board of Directors. The revised form shall be published in the Annual Report.

Section 2. Policies

- A. Membership Rights, Privileges, and Responsibilities may be amended by a two-thirds (2/3) vote of the members present and voting at any regular or special meeting of the League provided that the proposed amendment has been communicated to each voting member at least one (1) week prior to the date of the meeting.
- B. The Bylaws Chair shall have the authority to make necessary technical and typographical changes to the Membership Right, Privileges, and Responsibilities in order to assure editorial continuity with substantive changes approved by the Board of Directors and the membership. These technical and typographical changes shall be reported to the Board of Directors. The revised form shall be published in the Annual Report.
- C. Operation Policies may be amended by a two-thirds (2/3) majority of affirmative votes cast by members of the Board of Directors, except as otherwise provided by statute or these Bylaws.

(Amended May 1991, January 1992, March 1992, November 1992, February 1993, October 1993, January 1994, February 1995, April 1995, February 1996, September 1996, April 1998, September 1999, May 2001, April 2002, April 2003, April 2004, September 2004, March 2006, October 2006, January 2010, June 2013, and April 2016.)



JUNIOR LEAGUE OF INDIAN RIVER

The Junior League of Indian River, Inc. is an organization of women committed to promoting voluntarism, developing the potential of women and improving communities through the effective action and leadership of trained volunteers. Its purpose is exclusively educational and charitable.

MEMBER RIGHTS, PRIVILEGES, & RESPONSIBILITIES

April 2016

The Junior League of Indian River, Inc.
MEMBER RIGHTS, PRIVILEGES, AND RESPONSIBILITIES

ARTICLE I
Organizational Structure

- A. This document defines The Junior League of Indian River, Inc. (JLIR) Member Rights, Privileges, and Responsibilities.
- B. All JLIR members should be familiar with the League's Bylaws, Operation Policies, and the annual Placement Handbook.

ARTICLE II
Membership

Section 1. Eligibility

- A. **Prospective Member.** Before qualifying for membership, a prospective member shall have received an orientation to the privileges and responsibilities of JLIR membership and shall agree to engage in community service in connection with the programs of the JLIR.
- B. **Procedure for Membership.** All prospective members should submit an application to JLIR and the Membership Development & Outreach Committee shall assume the responsibility of advising the prospective members. Active and Sustaining Members are encouraged to recommend that prospective members file an application with JLIR. JLIR does not require sponsors for prospective members.
- C. **Honorary Members.** A limited number of members with a record of useful service in any branch of the League's work may be elected Honorary Members by unanimous vote of the Board. Such members shall be exempt from the payment of dues.

Section 2. Classes of Membership

- A. No member shall at any one time be a member of more than one Junior League.
- B. **Provisional Member.** Provisionals are those who are engaged in complying with the requirements for admission to Active Membership.
 - 1. Provisionals are not eligible to vote or hold office.
 - 2. A Provisional shall be required to complete a Provisional Course, within twelve (12) months after her application for membership. An extension of twelve (12) months may be granted by the Board of Directors in the case of a Provisional who, for unavoidable reasons, is unable to complete the Provisional Course.
 - 3. Provisionals may be required to work on a Provisional Project as part of their Provisional Training. Provisional Training specifics may vary from year to year.
- C. **Active Member**
 - 1. **Active.** Active Members are those who have completed the requirements for Provisional Membership and who, having been admitted to Active Membership, justify such membership through service to their communities and fulfillment of JLIR financial and other obligations. Active members are eligible to vote.
 - 2. **Active Gold.** An Active Gold status member must be an Active member of JLIR for three (3) years excluding their Provisional period, including at least one (1) year in a leadership role. Their community service and fundraising commitments should be met, or exceeded each year, as well as their financial contribution. Active Gold members are eligible to vote.
- D. **Sustaining Member**

1. Sustaining Members are those who have completed at least six (6) Active years (not to include their Provisional year or any Leave of Absence).
 2. Sustaining Members shall have the privileges of membership, except they may not vote on general Membership issues.
 3. A Sustaining Member may self-nominate for election to the Board of Directors, including President-Elect and President.
 4. A Sustaining Member who is serving on the Board of Directors shall be granted the right to vote at Board meetings.
- E. **Sustainer Emeritus.** Sustainer Emeritus members are those Sustaining members who have reached 80 years old. Such members shall be exempt from the payment of dues.
- F. **Inter-League Membership.** Provisional, Active, and Sustaining Members who will be residing temporarily in the area of another League, and who so formally request, shall be granted the inter-league privilege for a period not to exceed one year. The period may be extended by the sending Junior League with a request for one additional year.
1. A member granted inter-league privilege shall comply with the requirements of the receiving Junior League and shall be entitled to all the privileges of membership except the right to vote and hold office. She shall be listed as a member of and pay dues to the sending Junior League which shall have the final responsibility for her in all matters.
- G. **Seasonal Inter-League.** A Sustaining Member who resides for a portion of the year in the area of JLIR and a portion of the year in the area of another Junior League, and who formally requests, shall be granted the seasonal inter-league privilege. This privilege permits the Sustaining Member to participate in the Junior League in whichever area she is currently domiciled.
1. A Sustaining Member may hold the seasonal inter-league privilege in more than one Junior League at a time. The seasonal inter-league privilege may be extended for an unlimited period of time. The Sustaining Member shall be listed as a member of and shall pay annual dues to the sending Junior League which shall have the final responsibility for her in all matters. She shall pay to the receiving Junior League an annual seasonal inter-league fee of an amount not to exceed the difference between the receiving Junior League's sustaining dues and the per capita dues of the Association of Junior Leagues International (AJLI).
 2. A Sustaining Member granted the seasonal inter-league privilege shall comply with requirements of the Junior League in whose area she is currently domiciled.
- H. **Non-Resident Membership.** Active and Sustaining Members who are living at a distance from their Junior League area shall be granted the non-resident privilege and may not vote or hold office. Their status will be reviewed by the Board on an annual basis.
1. Non-resident Active Members who live in an area in which there is no Junior League may retain the privilege indefinitely.
- I. **Change in Membership Status**
1. For all changes in membership submissions, JLIR dues for the current League year must be paid in full (including those on an installment payment plan) at the time the request is made. If the request is not received by April 1, then the member must pay dues for the coming League year starting June 1.
 2. Intent to resign or change to another membership classification (except from Provisional to Active) must be signified in writing to the Board of Directors by April 1, otherwise members shall be liable for dues for the coming year according to the class of membership which they hold before May 31.
 3. All members must refer to the Member Rights, Privileges, and Responsibilities which outlines the commitments required for members who choose to either Resign in Good Standing, take a Leave of Absence, Transfer-out of JLIR, Transfer-into JLIR, or Reinstate their membership. These commitments are prorated based upon the fiscal calendar year that the member requests the change of status.

**ARTICLE III
Dues and Charges**

Section 1. Annual Dues and Fees

All dues include the AJLI dues. Annual dues and fees for the various classes of membership shall be as follows:

A. Active Member Dues (including Active Non-resident)	\$133
B. Active Gold Member Dues	\$133
C. Sustaining Member (including Sustainer Non-resident) Dues	\$108
D. Sustainer Seasonal Inter-League Member Dues	\$50
E. Fall Provisional Member Dues	\$133
F. Spring Provisional Member Dues	\$67
G. Provisional Application Fee	\$25
H. Reinstatement from Resignation in Good Standing Fee	\$25
I. Reinstatement from Nonpayment Fee	\$50
J. Transfer Fee	\$20
K. Late Fee	\$25

Section 2. Payment of Dues and Fees

- A. Dues and fees shall be paid and penalties assessed as outlined in Article II of the JLIR Operation Policies.
- B. All Membership dues and fees are non-refundable except for League Transfers as per AJLI procedures.¹

Section 3. Reservations

- A. All classes of members making reservations for JLIR meetings (e.g. May Annual General Membership Dinner Meeting) shall be held financially responsible for those reservations unless notice to the contrary is given to the member authorized with the event responsibility 24 hours prior to that function unless the notice specifies otherwise.
- B. All classes of members making reservations for JLIR social functions or training courses/events (e.g. bowling, glass blowing, spa day, or offsite ropes training course) shall be held financially responsible unless notice to the contrary is given to the member authorized with the event responsibility 72 hours prior to the function unless the notice specifies otherwise.

**ARTICLE IV
Council Vice Presidents and Sustainer Liaison**

Section 1. Personnel

There shall be Council Vice Presidents as necessary to perform the following functions: Communications, Community, Fund Development, and Membership. There shall also be a Sustainer Liaison.

Section 2. Elections

The Council Vice Presidents and Sustainer Liaison shall be appointed annually by the Nominating & Placement Committee and ratified by the membership before or at the Annual Meeting.

Section 3. Duties

- A. The Council Vice President shall serve as a member of the Board of Directors and as such serve as a liaison between her Council and the Board.
- B. The Council Vice President shall chair Council meetings and facilitate communication among committees under

¹ AJLI Member Central "AJLI Dues" http://www.ajli.org/?nd=faq_list&faq_topic_id=1

her Council.

- C. The Sustainer Liaison shall serve as an experienced resource person on the Board and serve as a liaison between the Board and the Sustaining Members.

Section 4. Vacancies

The Nominating & Placement Committee shall present a slate of qualified replacement candidates to the Board of Directors in the case of a Council Director or a Sustainer Liaison Board vacancy.

**ARTICLE V
Active Member Commitments**

Section 1. Active Status

- A. An Active Member must complete the following commitments within a designated League year which begins on June 1 and ends on May 31 of each year.
- B. All Active Members who are in good standing are eligible to vote.
- C. Required Commitments:
 - 1. \$133 Annual Dues
 - 2. \$135 Financial Commitment (Fall and Spring Fundraisers)
 - 3. Placement on a Committee
 - 4. Attend five (5) General Membership Meetings (GMMs)
 - 5. Complete four (4) opportunities/shifts – which can be a combination of any Community Outreach or Fund Development opportunities.

**ARTICLE VI
Active Gold Member Commitments**

Section 1. Active Gold Status

- A. An Active Gold member must be an Active Member (who wishes to change to Active Gold Status) or a Member of JLIR for a minimum of three (3) Active years excluding the Provisional period including at least one (1) year in a leadership role.
- B. An Active Gold Member must complete the required commitments within a designated League year which begins on June 1 and ends on May 31 of each year.
- C. All Active Gold Members who are in good standing are eligible to vote.
- D. Required Commitments:
 - 1. \$133 Annual Dues
 - 2. \$135 Financial Commitment (Fall and Spring Fundraisers)
 - 3. Placement on a Committee
 - 4. Attend Annual Meeting
 - 5. Complete two (2) opportunities/shifts – which can be a combination of any Community Outreach or Fund Development opportunities.

**ARTICLE VII
Member Resignation, Reinstatement, Transfer, and Leave of Absence**

Section 1. Member Resignation

- A. Any member who is not in arrears in dues or charges or in the performance of League duties may resign in good standing.

- B. A resigning member shall be liable for her financial obligations and dues through the end of the fiscal year during which the resignation is received.

Section 2. Reinstatement

- A. Members who have resigned while in good standing may be reinstated upon paying a reinstatement fee plus annual dues.
- B. Members who have been dropped or have resigned while not in good standing may be reinstated by a two-thirds (2/3) vote of the Board of Directors at any duly constituted meeting. The Board of Directors will set criteria for reinstatement on a case by case basis. Upon completion of said criteria and payment of a reinstatement fee plus annual dues, the applicant will be accepted as a member in good standing.

Section 3. Transfer of Membership

Only Provisional, Active, and Sustaining Members of the Junior Leagues shall have the privilege of transferring membership from one Junior League to another. The privilege of transfer does not extend to a person who has been dropped or expelled from membership by the Junior League to which the transfer is desired.

- A. An individual member of the Junior League who transfers to another Junior League shall be granted status in the receiving Junior League consistent with the specification of membership classification established by the receiving Junior League.
- B. A Provisional who transfers has the right to complete the training for effective community and Junior League involvement as determined by the receiving Junior League.

Section 4. Leave of Absence

- A. Upon written application to the Board of Directors, a member may request a leave of absence under extenuating circumstances. The leave shall be granted at the discretion of the Board of Directors and will be reviewed yearly.
- B. A member on leave will pay the regular dues of an Active member. She may not vote since she is not required to participate in any JLIR activity.

ARTICLE VIII Financial Policies and Reimbursements

Section 1. Travel Expense Guidelines

- A. **Daily Reimbursement Limit.** The daily reimbursement allowance is set at a maximum of \$75 and includes (1) meals, (2) intra-city transportation and, (3) other miscellaneous travel expenses.
- B. **Meals.** Members are expected to partake of meals provided by the conference and which are included in the conference fee paid by JLIR. The daily allowance is to be used for meals not provided by the conference:

Breakfast:	\$10.00 per day
Lunch:	\$15.00 per day
Dinner:	<u>\$35.00 per day</u>
Total:	\$60.00 + tax + 15% gratuity

- C. Meal expenses in excess of the daily allowance may be reimbursed at the discretion of the Finance Vice President who will take into account the reasonable cost of meals in the region. If a member is not satisfied with the Finance Vice President's determination, she may appeal the matter to the Board of Directors.
- D. **Intra-City Transportation.** Automobiles should be rented only when they are clearly more economical than available public transportation. If more than one JLIR member is attending a conference, only one rental car will be allowed, which should be used for all ground transportation. There will be no reimbursement for local transportation incurred for non-JLIR business or events.
 - 1. JLIR members using personal cars to drive to the airport should use long-term parking.

- E. **Auto Expense and Mileage.** JLIR members using personal cars for transportation on JLIR travel are entitled

to a mileage allowance at the current IRS rate, plus tolls and parking.

1. Members should not drive their cars for JLIR purposes unless they carry damage and liability insurance.
 2. Accidents occurring while traveling for JLIR purposes must be reported immediately to the Finance Vice President. In the event of an accident, JLIR will reimburse the amount of the deductible as identified in the driver's written insurance policy agreement.
 3. There will be no reimbursement for any accident-related expenses in the event that the member does not carry insurance, and JLIR assumes no liability for such accidents.
- F. **Hotels.** If two members are attending a conference, they will share a room. Should a member prefer a room of her own, all costs of this additional room will be her responsibility.
1. Members are responsible for paying all hotel charges upon check-out. Such charges must be included in the expense report supported by attaching the hotel bill. Charges other than room and tax must be itemized.
 2. In the event of cancellation or travel delays, it is the responsibility of the member to cancel or change hotel reservations. Any charges arising from failure to contact a hotel when there is guaranteed reservation will be the JLIR member's responsibility.
- G. **Non-Reimbursable Expenses.** The JLIR will not reimburse non-JLIR business expenses such as hotel health club and pool charges, snacks or sundries, movies, all traffic and parking tickets, and loss/theft of personal property.
1. Other non-reimbursable expenses include any costs arising from the member's absence from home or place of business. Such expenses might include pet-sitting fees.
 2. JLIR members will not be reimbursed for entertaining other conference attendees or any other individuals.
- H. **Travel Companions.** Delegates should use discretion in having companions accompany them while on JLIR related travel. JLIR is not responsible for any expenses associated with such a person, and JLIR members are expected to organize such personal interactions so that JLIR business is receiving the fullest possible attention of the member.
1. Any expenses not mentioned above are not reimbursable unless submitted to the Finance Vice President for consideration prior to travel. Changes in these policies can be made upon request to the Finance Vice President.

Section 2. Expense Reports

- A. All allowable travel expenses not paid directly by JLIR should be submitted on an expense report within 30 days of when the expense was incurred and prior to the League fiscal year-end of May 31. All items must be fully explained.
 - B. No JLIR event expenses will be honored unless there is a corresponding budget line item (either in draft or approved).
 - C. Receipts must be attached to expenses items over \$10. Expense items without a receipt may not be reimbursed.
 - D. Expense reports *must* be signed by a Committee Chair and/or Council Vice President and should be sent directly to the League Office or JLIR email. The Finance Vice President may reject items disallowed by this policy or those not ordinary and necessary. Incorrect or inadequate expense reports will be returned to the member.
- E. **Expense Reimbursement Process**
1. Expense reimbursement forms must be submitted by members with the proper listing of the budget category the expenses are to be posted against.

2. All receipts should be included with the submission of the expense report to the Finance Vice President via hard copy and/or electronic copy.
3. Expense reports must be approved by the Committee Chair and/or Council Vice President owning the budget category. For expenses not related to a given Committee/Council, the Finance Vice President must provide approval for those items.
4. Expense reports submitted by a Board Member must be reviewed and signed by the President and Communications Vice President and then submitted to the Finance Vice President for reimbursement.
5. Expense reports submitted by the Finance Vice President must be reviewed and signed by the President and Communications Vice President for reimbursement.
6. Expense reports submitted by the President must be reviewed and signed by either the Communications Vice President (reviewing the President) or the President (reviewing the Communications Vice President) and the Fund Development Vice President and then submitted to the Finance Vice President for reimbursement.

Section 3. U.S. Federal Tax Implications of Reimbursable Expenses

- A. JLIR is a 501(c)(3) organization and qualifies as a public charity in the United States.
- B. JLIR is not an expert on tax policy. JLIR members are strongly advised to consult their tax accountant or tax attorney regarding their personal charitable tax deductions to ensure compliance with United States Federal regulations and any state or local tax policy.

ARTICLE IX Code of Conduct

Section 1. General

- A. The President is the official spokesperson for JLIR.
- B. The membership roster (Yearbook) and any membership mailing lists are for the exclusive use of JLIR.
- C. A JLIR member may not accept gifts (excluding food & beverage) valued over \$50 from suppliers of goods and services to JLIR without full disclosure to the Board of Directors.
- D. If a JLIR member is a shareholder, owner, partner, employee, or associate of any business venture separate from JLIR activities, she must be certain to ensure that these outside ventures do not have an influence upon her actions as a representative of JLIR. Further, should there be any business transaction between such a venture and JLIR, this interest shall be made known in advance to and approved by the Board of Directors.

Section 2. JLIR Code of Conduct

- A. Members are expected to conduct themselves in an ethical, professional, and responsible manner at all JLIR-related activities. Members are expected to complete all requirements and/or assigned tasks on an annual basis.
- B. Members are expected to work with other members and JLIR staff in a courteous, cooperative, and respectful manner.
- C. Members are expected to respect the chain of command within JLIR (as defined by the current organizational chart). Inappropriate behaviors including insubordination (e.g. willful refusal to perform duties or requests from their chair/manager) or any actions that may be injurious to the operations, assets, or reputation of JLIR or may incur liability to JLIR are all cause for disciplinary action including probation or termination of membership.
- D. JLIR members are expected to adhere to core behaviors and values as found in a typical workplace environment:
 1. **Values:** All Members must demonstrate basic honesty, integrity, empathy, sincerity, and respect with staff, community partners, guests of the Junior League, and most importantly, with each other.

2. **Ethics:** All Members must not partake in any action that will result in a detriment to the League or to the League's reputation.
3. **Professionalism:** All Members must commit to timely and appropriate follow up and response to fellow league members – the same type of professionalism as in the workplace. The Junior League is run in a business-like manner, and therefore, must adhere to its defined chain of command and Bylaws and Policies in order to manage its day to day operations, to ensure success within the community and to provide a positive and healthy volunteer force.
4. **Commitment on Committees:** All Members must be responsible for their placement commitments. If a member has an issue in meeting the assigned responsibilities, the Member must proactively communicate that to the chair and committee members as a professional courtesy. All members must be responsible for their volunteer actions within JLIR and must maintain a professional manner in both timely communication and follow up. The general standard for timely communications is to respond within 24-48 hours of initial request.
5. **Commitment to all Volunteer Shifts:** All Members must be responsible for their volunteer commitments. If a member has signed up for a volunteer shift and cannot make it, the member needs to withdraw from the shift and communicate to the point person as a professional courtesy. If cancellation is within 24 hours of the shift, the member should do their best to find a replacement. All members must be responsible for their volunteer actions within JLIR and must maintain a professional manner in both communication and follow up.

E. JLIR Members should not consume alcoholic beverages while working or volunteering during a JLIR volunteer shift or sponsored event.

Section 3. Addressing Code of Conduct Violations

- A. A member of JLIR accepts the responsibility to conform to all JLIR rules and regulations including observance of the Code of Conduct at all JLIR activities, interaction and communication concerning the JLIR, its members, staff and relevant third parties. Proven failure to meet this obligation will justify appropriate disciplinary sanctions, including termination, disciplinary probation, or reprimand.
- B. Although JLIR will create every reasonable effort to make the rules and regulations available, members are responsible for becoming familiar with them.

Section 4. General Guidelines for Code of Conduct Violations

Although each incident of reported misconduct should be evaluated on its own circumstances, every effort should be made to follow a procedure and provide fair and consistent documentation with respect to how violations are reported and addressed. With that in mind, the following guidelines have been developed according to the membership status of the member reported to have engaged in misconduct. The intent is to provide clarity both to those responsible for addressing such incidents and determining the consequences of the behavior, and for those reported to be responsible for misconduct:

A. **Active/Active Gold Member:**

1. **First Offense:** Committee Chair informs Council Vice President who informs President. Chair verbally addresses the issue with member. After each offense, a letter/memo is written. Member and Chair sign the letter/memo. The documentation is placed in a Code of Conduct file maintained by the Communications Vice President.
2. **Second Offense:** Council Vice President informs President who speaks with member about unacceptable behavior and follows with written reprimand that is placed in a Code of Conduct file maintained by the Communications Vice President. The incident is brought to the attention of the Board of Directors during a Board Meeting where further steps may be taken to address the situation.
3. **Third Offense:** President discusses options with Committee Chair and Council Vice President – probation or termination.

B. **Provisional Member:**

1. **First Offense:** Provisional Advisor informs Committee Chair. Chair informs Membership Vice President

and President; speaks with member about unacceptable behavior and documents incident in writing.

2. Second Offense: Membership Vice President speaks with Provisional Member and informs President who follows with written reprimand that is placed in a Code of Conduct file maintained by the Communications Vice President.
3. Third Offense: President discusses options with Committee Chair and Membership Vice President – probation or termination.

C. Sustainer:

1. First/Second Offenses: Sustainer Liaison informs Communications Vice President; Liaison speaks with Sustainer about unacceptable behavior and Communications Vice President sends a confirming letter.
2. Third Offense: Communications Vice President discusses options with Sustainer Liaison – probation or termination.

Section 5. Incidents Involving Staff

Members of JLIR staff are to be treated with respect and dignity at all times. A member will receive a verbal and written reprimand for mistreating a member of the staff. Any and all incidents involving staff will be brought to the attention of the President and the Communications Vice President.

Section 6. Incidents Involving a Committee Chair Or Member Of The Board Of Directors

A member who is serving on a committee should have recourse to contact someone other than her Chair. It is recommended she contact her committee's Council Vice President or the President directly. If a Council Vice President or other Board member is considered to have engaged in misconduct, a witness (JLIR member) may report the incident directly to the President who will determine the appropriate course of action and document accordingly.

Section 7. Involvement of The Board Of Directors

Code of Conduct violations, especially those involving misconduct against staff, and any recommended probation or termination discussions, will be brought to the attention of the Board of Directors during a Board Meeting at the discretion of the President.

Section 8. Confidentiality

JLIR values the rights of individual members to be treated with fairness and respect. All reported Code of Conduct incidents will be evaluated and documented carefully in a way that respects members' privacy and individual rights.

Section 9. Code of Conduct File

This file contains documentation of all correspondence related to reported Code of Conduct violations. It is maintained by the President-Elect and the Communications Vice President who are responsible for monitoring access and also for updating individuals or committees, such as Nominating & Placement, on a need-to-know basis.

Section 10. Third Party

All JLIR members are expected to follow the Code of Conduct with respect to JLIR's community and fundraising partners, vendors, and other third parties with whom they may interact on behalf of the organization. A first offense involving a third party of JLIR should be brought to the Board of Directors for discussion.

Section 11. Consequences of Misconduct

This list of consequences applies specifically to Code of Conduct violations and does not address situations such as a member's termination for failure to fulfill her membership requirements. The various consequences of misconduct are defined as follows.

- A. **Termination/Expulsion** prohibits the member from ever rejoining JLIR, and she will not be eligible to transfer in good standing to another Junior League in AJLI. A member who is recommended for termination because of

misconduct shall be notified in writing of the proposed removal and afforded an opportunity to be heard in a neutral environment. If a member recommended for termination chooses to respond to such notification in writing, she must do so within two (2) weeks of notification.

- B. **Immediate Suspension** is action undertaken for offenses committed by a JLIR member including, but not limited to, uttering a threat to inflict serious bodily harm, possession of illegal drugs, and/or acts of vandalism causing damage to JLIR property.
- C. **Disciplinary Probation** indicates to a member her behavior has resulted in a sanction close to termination. It is imposed for a definite period of time. Any further misconduct on the member's part when on probation may result in her suspension from JLIR. Disciplinary probation may place specific restrictions and extra requirements on the volunteer. These conditions will vary with each case and may result in restriction from participating in JLIR functions.
- D. **Reprimand** is an official notification to the member that behavior has been unacceptable. Any further misconduct may result in further disciplinary action. A member will be immediately reprimanded for: mistreating a member of the staff and/or exhibiting intimidating or threatening behavior at a JLIR event or on JLIR property.
- E. **Statements of Concern.** The Board of Directors may issue statements of concern, without a hearing, to a member for violation of Code of Conduct offenses. Such statements will be placed in the Code of Conduct file maintained by the Communications Vice President and may be a basis for further disciplinary referrals including termination of membership. This Statement of Concern will be sent to the member in the form of a signed and dated letter stating what conduct occurred and the reason for the action taken.

Section 12. Annual Acknowledgement and Conclusion

- A. By July 1 of each year, all Board of Directors Members, and all Members serving in Leadership positions will be required to sign the Code of Conduct Acknowledgment Form which will be sent out to all Members in Leadership positions by the Nominating & Placement Committee. All Members of JLIR are expected to read and adhere to the Code of Conduct.
- B. This policy has been prepared to address a variety of ethical questions which may arise. The actions of both the League Members and Staff should be guided by the principles and values stated in this document and within the League's Mission Statement. Any questions about this policy or about ethical issues not addressed by this policy should be directed to the President of JLIR.

ARTICLE X Whistleblower Protection Policy

JLIR requires all directors, officers, and staff to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As staff and representatives of JLIR, we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

Section 1. Reporting Responsibility

- A. This Whistleblower Policy is intended to encourage and enable employees, members, and others to raise serious concerns internally so that JLIR can address and correct inappropriate conduct and actions.
- B. It is the responsibility of all Board members, officers, staff, and volunteer members to report concerns about violations of JLIR's code of ethics, suspected violations of law, or regulations that govern JLIR operations.

Section 2. No Retaliation

It is contrary to the values of JLIR for anyone to retaliate against any Board member, officer, staff member, or volunteer member who in good faith reports an ethics violation, or a suspected violation of law, such as a complaint of discrimination, suspected fraud, or suspected violation of any regulation governing the operations of JLIR. A staff member or volunteer member who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment or JLIR membership.

Section 3. Reporting Procedure

- A. JLIR has an open door policy and suggests that staff and volunteers share questions, concerns, suggestions, or complaints with their supervisor, Committee Chair, or Council Director.
- B. If you are not comfortable speaking with your supervisor, Committee Chair, or Council Director, or you are not satisfied with your supervisor's, Committee Chair's, or Council Director's response, you are encouraged to speak with any of the other members of the Board of Directors.
- C. Committee Chairs and Council Vice Presidents are required to report complaints or concerns about suspected ethical and legal violations in writing to JLIR's Communications Vice President who has the responsibility to investigate all reported complaints. Employees or volunteer members with concerns or complaints may also submit their concerns in writing directly to the Board of Directors.

Section 4. President of the Board of Directors

JLIR's President is responsible for ensuring that all complaints about unethical or illegal conduct are investigated and resolved. The President will advise the Board of Directors of all complaints and their resolution and will report at least annually to the Board of Directors on compliance activity relating to accounting or alleged financial improprieties.

Section 5. Accounting and Auditing Matters

JLIR's Finance Vice President shall immediately notify the Board of Directors of any concerns or complaint regarding corporate accounting practices, internal controls, or auditing and work with the Board until the matter is resolved.

Section 6. Acting in Good Faith

- A. Anyone filing a written complaint concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation.
- B. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

Section 7. Confidentiality

Violations or suspected violations may be submitted on a confidential basis by the complainant. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

Section 8. Handling of Reported Violations

JLIR's Communications Vice President will notify the person who submitted a complaint and acknowledge receipt of the reported violation or suspected violation. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

ARTICLE XI Amendments

Section 1. Member Rights, Privileges, and Responsibilities

- A. These Member Rights, Privileges, and Responsibilities are automatically amended following any changes made by AJLI.
- B. These Member Rights, Privileges, and Responsibilities may be amended at any regular, special, or annual meeting of JLIR by a two-thirds (2/3) majority of affirmative votes cast by members entitled to vote, provided that the proposed amendment has been emailed to each voting member at least fifteen (15) days prior to the date of the meeting.



JUNIOR LEAGUE OF INDIAN RIVER

The Junior League of Indian River, Inc. is an organization of women committed to promoting voluntarism, developing the potential of women and improving communities through the effective action and leadership of trained volunteers. Its purpose is exclusively educational and charitable.

OPERATION POLICIES

April 2016

ARTICLE I
Organizational Structure

The key responsibility of the Junior League of Indian River (JLIR) Board of Directors is to govern the League effectively, assuring the viability and integrity of the organization and providing leadership that inspires the League to achieve the Mission.

- A. The Board of Directors should ensure that JLIR fulfills the Junior League Mission and that the organization operates in accordance with the law.
- B. The Board of Directors is expected to act in good faith, giving undivided allegiance to the organization when making decisions that affect it and should not operate for personal gain against the best interests of the organization.

ARTICLE II
Dues and Charges

Section 1. Dues, Rates, and Fines

- A. **Payment.** Active dues shall be payable on April 1 and are due no later than April 15. Sustainer dues shall be payable on May 1 and are due no later than May 15. Provisionals dues are payable by the application deadline. The Communications Vice President shall send notice of membership renewal at least two (2) weeks prior to payment deadline. Members delinquent in paying their indebtedness to the Association of Junior Leagues International (AJLI) shall be considered in arrears in their dues to JLIR. Payment of dues is a requirement of all classifications of membership. The working-off of dues for any classification of membership is not allowed.
 - 1. Active members whose dues are not paid by April 15, and Sustaining members whose dues are not paid by May 15, shall incur a \$25 fine.
 - 2. Members whose dues are not paid by May 31 shall be removed from membership for non-payment of dues.
 - 3. Annual dues will automatically increase by the amount of any AJLI increase per capita dues.
- B. **Refunds.** All Membership dues and fees and non-refundable except as provided for in the event of a League Transfer as per AJLI procedures.

Section 2. Reinstatement Fee

- A. A former member who resigned in good standing and has been approved by the Board for reinstatement to the membership must pay a \$25 reinstatement fee before being entitled to the all the privileges of membership which includes being listed as a member of JLIR.
- B. A reinstatement fee for members who have been removed for non-payment of dues or other financial obligations shall be \$50.

Section 3. Seasonal Inter-League Fee

A member granted the seasonal inter-league privilege must pay a \$50 fee to JLIR each year by May 1 and no later than May 15.

ARTICLE III
Councils and Committees

Section 1. Councils. There shall be Council Vice Presidents as necessary to perform the following functions: Communications, Community Outreach, Fund Development, and Membership.

A. Communications Council

- 1. **Newsletter.** The Communications Council Vice President shall oversee the production of the

newsletter. The newsletter shall be published during the League year and contain material of interest to JLIR.

2. **General Meetings.** The Communications Council shall make arrangements for and give written notice of all JLIR General Membership Meetings.
3. **Public Relations.** The Communications Council shall be responsible for promoting JLIR to the general public and internally through all available media channels. All correspondence outside the League must be approved by the President.
4. **Yearbook.** The Communications Council shall be responsible for the production and distribution of the annual Yearbook.
5. **Electronic Media.** The Communications Council shall be responsible for promoting JLIR to the Membership and to the general public through electronic means such as, but not limited to, the JLIR website, social media outlet, and intra-League email communication.

B. **Community Council**

1. **Project Development.** The Community Council shall be responsible for the research, development, and presentation to the membership of community project proposals.
2. **Public Affairs.** The Community Council shall monitor the public sector and take public action, when appropriate, in areas affecting JLIR programs. Such public action is based on research and study and may lead to legislative or administrative change.

C. **Fund Development Council**

1. **Fund Development.** The Fund Development Council shall plan, organize, and implement all JLIR fundraising efforts.
 - a. The Fund Development Council shall plan, organize, and implement all JLIR events-related fundraising efforts.
 - b. The Council shall investigate and evaluate future fundraising activities and submit their findings to the Membership for approval.
 - c. The Council shall compile and maintain a master list of individuals and businesses that have provided financial support to JLIR through money or services.
 - d. The Council shall develop and maintain a program to identify and enable future fund development efforts of JLIR.

D. **Membership Council**

1. **Member Activities.** The Membership Council shall plan and direct Member activities in an endeavor to stimulate interest and participation by all Membership types. The Membership Council shall be responsible for the social functions of JLIR.
2. **Membership Development & Outreach**
 - a. **Personnel.** Provisional Training is a responsibility of the Membership Council.
 - b. **Duties.** The Membership Council is responsible for the education and training of all Provisionals in preparation for Active membership. The Council shall have complete charge of courses of instruction given to Provisionals of JLIR and shall have responsibility for those members throughout their Provisional term. The Council shall evaluate each Provisional on her training, general approach, and volunteer work. This Council is also responsible for membership recruitment, mentoring, retention, diversification, and other related functions.
 - c. **Procedures.** A woman 21 years of age or older with a commitment to voluntarism may complete an application with JLIR with the intent to fulfill the Provisional course requirements as stipulated by the Membership Council. All Members are encouraged to recommend

prospective members to JLIR.

3. **Education & Training.** The Membership Council shall plan and coordinate the educational program of JLIR, offer new training opportunities, promote AJLI and external training opportunities, and secure speakers for membership meetings in order to further their training for effective community service and leadership.
4. **Transfers.** The Membership Council shall welcome and entertain new Transfers to JLIR, shall familiarize them with JLIR operations and their communities, and shall be a resource body to these newcomers.

Section 2. Standing Committees and Sub-Committees

As needed, there shall be the following Standing Committees and Sub-Committees which shall present plans to the Board of Directors and which shall have such powers and perform such duties as may be prescribed here and in the JLIR Bylaws:

- A. **Bylaws and Policies.** The President-Elect and/or delegate shall be responsible for revising, recommending changes in, and interpreting when necessary, the Bylaws and Policies so they are in compliance with AJLI.

B. Future Planning & Review

1. **Personnel.** The Chairperson shall be the President and/or delegate. Members of this board will consist of a cross section of Provisional, Active, and Sustaining members of JLIR.
2. **Duties.** The President and/or delegate shall be responsible each year for coordinating the Future Planning & Review Committee. The Committee shall be a goal-centered work group that studies and forms recommendations on issues referred to the Committee by the President, JLIR Committees, and/or the Membership. The Committee shall also monitor and recommend adherence to and changes to the strategic plan. The Committee chair shall provide recommendations to the Board. The Board shall initiate any actions based on the Committee recommendations.

C. Community Advisory Board

1. The Community Advisory Board will be established on an as needed basis by the President of JLIR.
2. **Personnel.** The Chairperson shall be the President-Elect and/or delegate. Members of this board will consist of community leaders representing different non-profit and business expertise to provide guidance to the Board of Directors. Other members may be invited to participate as needed.
3. **Duties.** The President-Elect and/or delegate shall be responsible each year for coordinating the Community Advisory Board, planning agendas for the formal meeting of the Community Advisory Board, and reporting on those meetings to the Board of Directors. The Communications VP and/or delegate shall be responsible for recording the meeting minutes and posting to our JLIR website or document repository.

D. Nominating & Placement

1. **Personnel**
 - a. The Nominating & Placement Committee shall consist of the following members in good standing: the Immediate Past President and four (4) members of the League.
 - b. The Chair should be the Immediate Past President and should facilitate the process. If the Immediate Past President is unable to Chair, the Chair must be an Active or Sustaining member with a minimum of two (2) years of League service who is currently in good standing and has previously held a Board position.
 - c. Nominating & Placement Committee members shall have had more than two (2) years of Active Membership experience and must be in good standing.
 - d. Nominating & Placement Chairs and Committee Members will not be nominated for a Board

position while serving the required term. Nominating & Placement Committee members will be eligible for a Chair/ Chair-Elect position in the League year following their term on the Nominating & Placement Committee.

2 Nominating and Slating

- a. The Nominating & Placement Committee shall match organizational needs and individual strengths to produce a leadership team that shall most effectively forward the League's mission, goals, and strategic plan.
 - b. The Committee shall seek to slate Board of Directors candidates who meet the following criteria: the geographic breadth of JLIR, a broad perspective, demonstration of a commitment to diversity and inclusion, the courage to dissent, credibility among peers, flexibility, good interpersonal skills, demonstration of leadership qualities, risk taking with accountability, and thoughtfulness with vision.
 - c. The Nominating & Placement Committee shall:
 - i. Acknowledge the importance of leadership experiences and skills gained through the Junior League, community organizations, and employment.
 - ii. Ensure that qualified candidates are slated through the use of objective evaluations, interview, and personal or community references if needed.
 - iii. Work in partnership with all components of JLIR to ensure that all perspectives of a diverse membership are represented in JLIR leadership positions.
 - iv. Support a range of paths to League leadership positions.
 - v. Support the right of Active and Sustaining members in good standing to pursue JLIR leadership positions.
 - vi. To cooperate with the AJLI Governance Committee and whenever possible suggest candidates for open AJLI leadership positions.
 - vii. Ensure the leadership slate of candidates will not be double-placed in another JLIR leadership role (excluding Ad Hoc or Special Committees). Exceptions may be granted under extenuating circumstances.
 - d. Prior to nominating a candidate to the slate for any position, the Nominating & Placement Committee shall contact the Membership Vice President to determine whether or not the prospective nominee is a member in good standing within JLIR.
 - e. In the event of a vacancy occurring among the Board of Directors, the Nominating & Placement Committee shall present a slate to the Board of Directors in accordance with the procedure described in the Bylaws.
3. **Placement.** Flexible placements which meet individual needs while furthering the League's goals shall be provided to promote membership satisfaction and retention. The Nominating & Placement Committee shall supervise the volunteer program of this League by:
- a. advising and directing the membership so that each member has an opportunity for effective volunteer service and training,
 - b. counseling each member on the avenues available to her if she is unable to fulfill her commitments to this League,
 - c. contacting active and provisional members in order to plan their free choice of community service and to keep records concerning the community service activities of this League's members, and
 - d. consulting with the guidance of the Board of Directors during the placement process.
4. **Quorum.** A majority of members of the Nominating & Placement Committee shall constitute a quorum.

Section 3. Special Committees

- A. Ad Hoc or Special Committees are appointed by the President and approved by the Board of Directors.
- B. Upon inception, a charter document shall be created that outlines the objectives, key milestones, budget (if

applicable), and proposed duration of the Committee.

- C. Ad Hoc or other Special Committees will be dissolved during the same year of inception or upon completion of their mission. Their term can be extended to the next fiscal year and additional years upon consultation and approval from the incoming President and Board of Directors.

Section 4. Committee Chair Responsibilities

- A. A simple majority shall constitute a quorum at Committee meetings. Each Chairperson shall be responsible for knowing the general instructions prescribed in the Bylaws and Policies.
- B. **League Documentation.** All Committee Chairs are responsible for collecting Committee documentation and templates and archiving them on a quarterly basis.

Section 5. Voting at Meetings

- A. **Board of Directors.** All members of the Board of Directors shall be entitled to vote at meetings of the Board of Directors including Sustaining Members.
- B. **Committees.** All members of a Committee shall be entitled to vote at meetings of that Committee including Sustaining Members.
- C. **General Membership Meetings.** Votes that involve finances or personnel may be closed ballot votes.
- D. **Voting at General Membership Meetings.** All voting material shall be communicated to each voting member (in good standing) a minimum of fifteen (15) days prior to the published Voting Meeting. All ballots, evaluations, and other written requests for information for the general membership shall be reviewed by the appropriate Council Vice President and the President.

ARTICLE IV Finances

Section 1. General Operating Account

- A. There shall be at all times a balance in the General Operating Account of sufficient funds to meet all commitments.
- B. The General Operating Account shall describe and justify all revenues and expenditures of JLIR except for those of an Endowment Fund.
- C. These revenues and expenditures shall include those related to community projects, training and education, meetings, membership activities, fundraising, membership and AJLI dues, and the general and administrative needs of JLIR.

Section 2. Event/Budget Management

- A. The Committee Chairs are responsible for reviewing their budget line items monthly and identifying any anomalies that need to be addressed with their Council Vice President and Finance Vice President.
- B. Event Budgets: All JLIR events must provide an event budget during the event planning stage and a final budget upon closing of the event's financials. Committees accountable for the event coordination are responsible for developing the budget.
 - 1. All JLIR events budgets must be reviewed and approved by the Council Vice President, President, and Finance Vice President before any expenditure can be made.
 - a. Best and worst case scenarios and break-even analysis should be provided for JLIR fundraising and any other applicable event budgets.
 - b. All JLIR events (excluding social) must strive to expend no more the 25% of the revenue received during the event.

- c. All JLIR social events expenses must be fully paid for by JLIR members and/or guests and are not a part of the JLIR operating budget unless otherwise approved by the Board of Directors.

C. Expenses not provided for in the budget as reviewed by the members shall be incurred and paid as follows:

1. If a budget line item is running over, any additional expenses need to be brought to the attention in writing to the responsible Council Vice President and the Finance Vice President and approved by the Finance Vice President and President.
2. If not approved by the Finance Vice President and President, the Committee Chair is responsible for payment/reimbursement of these expenses.
3. The Finance Vice President has the authority (with the President's approval) to approve up to 10% or \$250 (whichever is greater) of the budget line item overage. If the amount is greater than 10% or \$250 (whichever is greater), then the Board needs to approve of these expenses (up to \$1000).
4. The Finance Vice President is responsible for making a recommendation to the Board as to how this overage will affect the overall League budget. If the overage will decrease net income by \$1000 or greater, then it will require General Membership approval before it can be paid or reimbursed.

Section 3. Transactions

All website transactions will be subjected to a handling fee.

Section 4. Contracts

- A. All contracts must be approved and signed by both the President and Finance Vice President (for existing and renewing contracts at the point of renewal) and shared with the Board of Directors.
 1. A copy of all signed contracts must be kept on file at the JLIR office and with the Communications Vice President. All contracts must reflect JLIR contact information and should not cite personal member contact information.
 2. Payment of all contracts (including initial deposit and subsequent payments) must be submitted by the Finance Vice President (with the President's signature) to the vendor along with a copy of the signed contract for reference purposes.

Section 5. Cash Box Management

- A. If a cash box is required for a given event, notice must be given by the Committee Chair to the Finance Vice President (and/or Board delegate) and Council Vice President in writing fourteen (14) days prior to the event with the requested petty cash amount and bill/change denominations.
- B. Arrangements must be made between the Committee Chair and the Finance Vice President (and/or Board delegate) fourteen (14) days prior to the event to collect the cash box in person and have a signed receipt of the cash box identifying the starting cash balance and to show transfer of custody.
 1. At the end of the event, the starting cash must be returned and sealed in an envelope from any monies collected during the event.
 2. All monies received must be clearly summarized in writing by the Committee/Event Chair, to account for the type of sale (e.g. raffle, cookbooks, tickets, food, silent auction, etc.). The total of all cash, checks, and credit card slips must be clearly summarized in writing (by type) and accounted for in the cash box and sealed in an envelope at the end of an event by the Event Chair.
 3. The Committee/Event Chair shall return the cash box along with a clear and concise summary of all monies to the Finance Vice President (and/or delegate) within 48 hours of the event.
 4. No monies can be taken out of the petty cash drawer to account for any event expenses (those expenses should be submitted via the expense reimbursement process).
 5. The Finance Vice President may provide further instructions on cash box management as appropriate.

Section 6. A Certified Public Accountant

An accounting firm shall be appointed as outlined in the Bylaws.

Section 7. Endowment Fund

- A. If an Endowment Fund is established, it will serve as a means by which members and friends can contribute to JLIR's mission of "developing the potential of women and improving communities through the effective action and leadership of trained volunteers."
- B. The Fund will be maintained in a separate interest bearing bank account administered by the Finance Vice President and Board Officers of JLIR.
- C. An annual report will be prepared each year describing the Fund's activities. All gifts to the Endowment Fund are tax-deductible and may be made in the form of honoraria and in celebration of special occasions.

Section 8. Record Retention Policy

All financial statements and records should be kept for seven (7) years.

Section 9. Reserve Account

- A. A minimum capital of 50% but no more than 125% of the annual approved budget shall be kept in reserve at all times.
- B. Withdrawal or transfers from the reserve account in excess of \$5000.00 must be approved by the Board of Directors.

ARTICLE V Conferences

Section 1. AJLI Conferences

- A. The President, President-Elect, and other JLIR Board members shall attend AJLI conferences, if the budget can accommodate her attendance in that League year.
- B. The President (and/or delegate if unable to attend) shall serve as the "voting delegate" at all AJLI Conferences.
- C. When the budget allows, the President-Elect-Elect or other JLIR members may be invited to attend an AJLI Conference.
- D. All JLIR members may attend any AJLI conference if they choose to pay for their own registration and/or travel fees.
- E. AJLI Conferences and Trainings are open to all Junior League Members.
- F. The Membership Council with the approval of the Board of Directors may appoint delegates to conferences and training sessions that relate to JLIR's purpose and programs.

Section 2. Conference Expenses

- A. Expenses of JLIR members attending AJLI conferences (including Organizational Development Institute) shall be paid from the available League budget. If the budget cannot accommodate full expense reimbursement, communication of any out-of-pocket expenses will be provided in advance to the JLIR member.
- B. All non-delegates must pay for their own conference registration and/or travel fees.

ARTICLE VI

Financial Policies and Reimbursements

Section 1. Administrative Guidelines

- A. JLIR will reimburse members for ordinary and necessary expenses within *these guidelines*, incurred for conference attendance or made on behalf of, or in connection with, JLIR business.
- B. All expenditures must be approved by the Finance Vice President (and reviewed by the President) who is responsible for determining what levels of expenditure are appropriate.
- C. At least three Board members must be signatories on all JLIR bank and financial accounts.
- D. All bank and financial account signature cards must be renewed annually at each financial institution by June 30 of each League year.
- E. All bank statements and financial institution statements are submitted monthly by the Finance Vice President and reviewed monthly by all Board Members.
- F. All League expenditures over \$1000 will require two signatures on the check.
- G. The Finance Vice President and Officers of the League are responsible for interpreting this policy and for establishing the forms and controls necessary for proper administration of this policy.
- H. Approval to deviate from this policy can be given only by the President with a majority vote of approval by the Board of Directors.

Section 2. Reimbursement Guidelines

- A. Travel advances are not given by JLIR except under special circumstances, determined by and approved by the Board of Directors. JLIR members are expected to have credit cards available for payment of airline, hotel, restaurant, and other travel expenses.
- B. Expenditures should be kept to a minimum and a discount store should be used whenever possible.
- C. Expenditures should not exceed the approved budget for the fiscal period.
- D. Receipts for all expenditures must be submitted with the Request for Funds form.
- E. Since the League is a non-profit, it is exempt from sales tax. Sales tax will not be reimbursed, so please use the Indian River sales tax exemption certificate. Copies of our certificates of exemption are available to submit to vendors.
- F. If the budget is expected to be exceeded, immediately contact the Council Vice President and the Finance Vice President who will bring the request to the Board of Directors *before* the expense is incurred. If the budget overrun is not approved the expenses cannot be reimbursed.

Section 3. Retention of Expense Reports.

The Finance Vice President must maintain all copies of expense reports (with reference to reimbursement information) on file at JLIR Headquarters for seven (7) years per IRS regulations.