

Revised: October 2002
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BYLAWS
OF
ASSISTANCE LEAGUE® OF INDIANAPOLIS
a nonprofit public benefit corporation

Article 1 Name and Headquarters

1.01 Name. The name of this corporation is Assistance League of Indianapolis, a chartered chapter of National Assistance League®.

1.02 Mailing Address. The mailing address of this organization is Assistance League of Indianapolis, Northbrook Center, 1475 West 86th Street, Suite E, Indianapolis, IN 46260.

Article 2 Purpose and Policies

2.01 Purpose. The purpose of this organization shall be as stated in its Articles of Incorporation: to administer, carry on and control at least one (1) program of philanthropic work in the community.

2.02 Policies.

(a) This organization is a tax-exempt, charitable corporation, exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), and shall be nonprofit, nonsectarian and nonpolitical in all its policies and activities and not organized for the private gain of any individual or entity.

(b) This organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or by corporation contributions which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

(c) This organization shall provide in its Articles of Incorporation that its income, assets and property are irrevocably dedicated to charitable purposes and no part of the net income, assets or property of the chapter shall ever inure to the benefit of any member

thereof, or to the benefit of any private persons.

(d) Upon the dissolution and winding up of this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation organized and operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code and which has established its tax-exempt status under that section.

(e) No substantial part of the activities of this organization shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, nor shall the organization participate or intervene in any political campaign including publishing or distribution of statements on behalf of or in opposition to any candidate for public office.

(f) This organization shall be subject to the following limitations and restrictions:

(1) This organization shall distribute its income for each taxable year at a time and in a manner that will not subject the corporation to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986.

(2) This organization shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986.

(3) This organization shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code of 1986.

(4) This organization shall not make any investments that will subject it to tax under Section 4944 of the Internal Revenue Code of 1986.

(5) This organization shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986.

(g) This organization shall support the purpose of National Assistance League and comply with its bylaws, policies, procedures and standards.

(h) The activities of this organization shall be conducted without financial benefit to any member.

Article 3 Membership

3.01 Composition. This organization shall have members that shall be called voting members and may also have nonvoting members. Membership as a voting or nonvoting member is open without discrimination to all individuals as long as they comply with the responsibilities of membership.

3.02 Responsibilities and Standards.

(a) Members shall comply with the responsibilities and standards of membership, including: maintaining conduct that enhances the image and reputation of the organization and does not cause it embarrassment; behaving in a civil manner; supporting the harmony, mission and welfare of the organization; and complying with the organization's required policies.

(b) Other responsibilities and standards of membership shall be defined in the standing rules.

(c) The Board of Directors, hereinafter referred to as the Board, has the right in its sole and absolute discretion to:

(1) Deny membership to any person who has demonstrated a disregard for or an unwillingness or inability to comply with the responsibilities and standards of membership; and

(2) Terminate the membership of any member who, after allowing the member to be heard, is determined by the Board to have failed to comply with the responsibilities and standards of membership.

3.03 Suspension of Membership. The Board has the right in its sole and absolute discretion to suspend a member from all privileges and rights of membership who the Board determines has not complied with the responsibilities of membership. Such action may be taken only after a hearing by the Board following fifteen (15) days written notice to the member involved of the time and place of such hearing. Suspension of membership may not take effect for at least five (5) days after such hearing. A member's membership in Assistance League may be suspended for a period not to exceed ninety (90) days.

3.04 Termination of Membership. Following the period of suspension, a member who fails to comply with bylaws, policies and standards of Assistance League may have membership terminated by a three-fourths (3/4) vote of the Board, if such action is deemed in the best interest of the organization. Such action may be taken only after a hearing by the Board following fifteen (15) days written notice to the member involved of the time and place of such hearing. Termination of membership may not take effect for at least five (5) days after such hearing. All rights and privileges of a member shall cease on the termination of membership.

3.05 Age Limit. This organization shall have no age requirements; however, it may be so organized that the membership may be divided into various groups of age compatibility in accordance with applicable law.

3.06 Leave of Absence. The Membership Committee may grant or deny requests for temporary leaves of absence to voting members for travel, illness or to meet emergency needs. While on leave of absence, a voting member shall continue to pay dues and may attend chapter meetings and vote and shall be counted in the quorum when present. Other financial obligations shall be optional with the chapter.

3.07 Penalties. Any member who is more than thirty (30) days delinquent in any chapter obligation, without reasons deemed sufficient by the Board, shall, by action of the Board, forthwith be suspended from all privileges of the chapter. The Secretary shall notify such member, in writing, of the suspension. Upon satisfactory discharge of the delinquent chapter obligations within thirty (30) days after notice of suspension, all privileges of chapter membership shall be restored. If delinquent chapter obligations are not met within thirty (30) days after notice of suspension, the membership of such member shall be terminated.

3.08 Dual Membership. Chapter members may hold membership in more than one (1)

chapter and/or auxiliary. Such members shall declare a primary chapter.

Article 4 Board

4.01 Governing Body. The Board shall be the governing body of this organization. It shall be composed of the officers and the Elective Standing Committee chairmen. Only elected members of the Board shall attend Board meetings and have a vote. The Parliamentarian shall attend Board meetings in a nonvoting capacity.

4.02 Powers. The Board shall be subject to the powers and functions as prescribed by the bylaws.

4.03 Policies and Standards. The Board shall have the power to establish and maintain policies and standards.

4.04 Management. The Board shall have the responsibility for the general management of the corporation and the power to act for the corporation between meetings of the membership.

4.05 Terms of Office. Members of the Board shall hold office for a term of one (1) year or until their successors are elected and assume office. They shall assume office at the close of the May meeting. No member shall be eligible to serve more than three (3) consecutive terms in the same office.

4.06 Meetings. Regular meetings of the Board shall be held monthly except in July and December, unless otherwise directed by the Board.

4.07 Conduct of Meetings. Members of the Board may participate in a meeting through use of conference telephone or similar communications equipment, including but not limited to electronic meetings, so long as all members participating in such meeting can communicate with one another. Final discussion and vote shall be by simultaneous aural communication among all participating members. Such participation shall constitute personal presence at the meeting.

4.08 Special Meetings. Special meetings of the Board may be called by the President and shall be called upon the written request of three (3) members of the Board, provided notice of such special meetings shall have been given to each Board member at least three (3) days prior thereto.

4.09 Quorum. A majority of the Board shall constitute a quorum.

4.10 Vacancies. Vacancies on the Board, except in the office of President, shall be filled by majority vote of the Board. The office of President shall be filled by the President-Elect and the Board shall fill the vacancy thus created.

4.11 Executive Committee. The Executive Committee shall be composed of the officers of the Board. This committee shall have the power of the Board between meetings of the Board. Five (5) members shall constitute a quorum. The Parliamentarian shall attend Executive Committee meetings in a nonvoting capacity.

Article 5 Nominations and Elections

5.01 Nominating Committee. In November, the Nominating Committee shall be elected. Two (2) members and one (1) alternate shall be elected by and from the Board and three (3) members and one (1) alternate elected by and from the voting membership. The chairman and vice chairman shall be elected by and from the Nominating Committee. No member shall be eligible to serve two (2) consecutive years. The Parliamentarian shall call the first meeting of the Nominating Committee.

5.02 Slate. In March, the Nominating Committee shall submit its slate of nominees for offices on the Board. Only one (1) nominee shall be elected to each office. These offices are: President-Elect, Vice President Philanthropic Programs, Vice President Membership, Vice President Resource Development, Vice President Marketing, Vice President Education, Secretary, Treasurer, Chairman of Grants, Chairman of Public Relations, Chairman of Operation School Bell® – Apparel, and Chairman of Strategic Planning, and alternates to represent the chapter at the annual and special meetings of National Assistance League.

5.03 Notice. The committee chairman shall submit a copy of the slate of nominees to the Secretary and to each voting member at least one (1) month prior to the election meeting or at the previous regular meeting.

5.04 Petition Process. Ten percent (10%) or more of chapter members eligible to vote may nominate, by signed petition, an additional nominee for an office on the Board, by mailing such petition together with the written consent of the nominee to the Secretary at least ten (10) days prior to the election meeting. No member shall sign more than one (1) nominating petition in a year.

5.05 Election Meeting. The Board shall be elected at the election meeting in April.

5.06 Voting. Elections shall be by voice vote, except when a nominating petition shall have been received, in which event the vote for the contested office shall be by ballot.

Article 6 Officers and Their Duties

6.01 President. The President shall:

- (a) Be chief executive officer of the corporation;
- (b) Preside at meetings of the Board and membership;
- (c) Appoint, with Board approval, the chairmen of Appointive Standing Committees, unless otherwise provided in these bylaws;
- (d) Appoint special committees by direction of the Board or membership;
- (e) Appoint a Parliamentarian;
- (f) Appoint an Assistant Treasurer;
- (g) Sign legal documents with the Secretary;

(h) Be authorized to open and close accounts at all chapter financial institutions with the Secretary and Treasurer;

(i) Be authorized to sign checks with the President-Elect, the Treasurer and the Secretary;

(j) Be, ex officio, a member of all committees except the Nominating Committee;

(k) Present an annual report of corporate activities to the membership;

(l) Submit to national office the **Chapter Year-End Summary** within thirty (30) days following the end of the corporation's fiscal year;

(m) Confirm that appropriate Chapter Hub updates have been made to the Board Roster within thirty (30) days following the election and for any changes throughout the year; and

(n) Be the first delegate to the annual and special meetings of National Assistance League and the liaison from National Assistance League to the chapter.

6.02 President-Elect. The President-Elect shall:

(a) Serve as President the year following the term of office as President-Elect and shall not be a member of the Nominating Committee;

(b) In the absence of the President, assume the duties of President;

(c) Be the second delegate to the annual and special meetings of National Assistance League;

(d) Be authorized to sign checks with the President, the Treasurer and the Secretary;

(e) Serve as a member of the Budget, Bylaws, Education, Membership, Policy, Public Relations, and Strategic Planning Committees; and

(f) Serve as an ex-officio member of the Chapter Newsletter, Community Newsletter, Computer Data and Documents, Handbook, Marketing, Membership Correspondent, Orientation, Placement, Social, and Website Committees.

6.03 First Vice President Philanthropic Programs. This officer shall:

(a) Be chairman of the Philanthropic Programs Committee;

(b) Direct all philanthropic programs; and

(c) Be a member of the Budget, Public Relations, and all philanthropic program committees.

6.04 Second Vice President Membership. This officer shall:

- (a) Be chairman of the Membership Committee; and
- (b) Be a member of the Budget, Education and Social Committees.

6.05 Third Vice President Resource Development. This officer shall:

- (a) Be chairman of the Resource Development Committee;
- (b) Appoint, with Board approval, the committee chairman of each fundraising event; and
- (c) Be a member of the Budget, Spring Fundraiser, Grants, Holiday Event, Operation School Bell Mailer, and Public Relations Committees.

6.06 Fourth Vice President Marketing. This officer shall:

- (a) Be chairman of the Marketing Committee;
- (b) Direct the Community Newsletter and Website Committees;
- (c) Be a member of the Budget, and Public Relations Committees; and
- (d) Oversee the development of a marketing plan for publicity, promotion, print materials, displays and newsletters.

6.07 Fifth Vice President Education. This officer shall:

- (a) Be chairman of the Education committee;
- (b) Direct all education programs and activities;
- (c) Be a member of the Budget, Membership and Orientation Committee;
- (d) Assist with Board and leadership training;
- (e) Be responsible for coordinating chapter participation in annual and special meetings of National Assistance League; and
- (e) Oversee the Handbook Committee and the Historian.

6.08 Presiding Officer of Meetings. In the absence of the President and President-Elect, the Vice Presidents shall serve in the order of their offices.

6.09 Secretary. The Secretary shall:

- (a) Record the minutes of the Board and regular meetings and permanently maintain the original minutes;
- (b) Be custodian of the records of the corporation excluding financial records;
- (c) Sign legal documents with the President;

(d) Be authorized to open and close accounts at all chapter financial institutions with the President and Treasurer;

(e) Be authorized to sign checks with the President, the President-Elect and the Treasurer;

(f) Certify, immediately following receipt of the call to the annual or special meeting of National Assistance League, the names of the chapter delegates and alternates to the National Secretary;

(g) Be responsible for all official chapter correspondence; and

(h) Be custodian of the corporate seal.

6.10 Treasurer. The Treasurer shall:

(a) Be chief financial officer of the corporation;

(b) Be responsible for monitoring the collection and disbursement of all funds;

(c) Be responsible for the financial records of the corporation;

(d) Be authorized to open and close accounts at all chapter financial institutions with the President and Secretary;

(e) Be authorized to sign checks with the President, the President-Elect and the Secretary;

(f) Be responsible for the filing of required tax forms;

(g) Be a member of the Finance Committee;

(h) Confirm that appropriate Chapter Hub updates have been made to the membership records by June 1 and throughout the year;

(i) Submit to the national office within four and one-half (4 ½) months following the end of the fiscal year, the required documents in compliance with **National Policies for Chapters**;

(j) Have custody of all chapter funds;

(k) Present financial reports at regular meetings of the Board and membership;

(l) Arrange to have the books reviewed or audited annually by a Certified Public Accountant;

(m) Be a member of the Budget Committee; and

(n) Be a member of the Donor Recorder Committee

Article 7 Indemnification

7.01 Indemnification of Officers, Directors, Employees and Agents. To the extent allowed by state law, the Board of the chapter shall have the authority to indemnify any officer, director or agent duly authorized by the Board who was or is made a party to any proceeding in any action, other than an action brought by or on behalf of the national organization or the chapter, by reason of the fact that such person was such an officer, director or agent, at the time of the occurrence constituting the cause of action, against all expenses, judgments, settlements and/or liability reasonably incurred in connection with the proceeding. The authority to indemnify shall be exercised by the Board on the basis of each such occurrence. Indemnification shall not include reasonable attorneys' fees paid or incurred by such persons if the Board agrees to and does provide an attorney to defend such action at the expense of the chapter.

7.02 Indemnification of National Assistance League by Chapters. The chapter agrees to defend and indemnify and hold National Assistance League, and its officers, directors, members, employees and agents (collectively, "National Assistance League Indemnified Parties") harmless against any charges, damages, costs and expenses (including reasonable attorney's fees and court costs), liability or loss which any National Assistance League Indemnified Party may suffer, sustain or become subject to as a result of or arising out of any action or inaction of such chapter. In any action or proceeding relating to the foregoing indemnity, and brought against any National Assistance League Indemnified Party, the National Assistance League Indemnified Party shall have the right to (a) participate in the defense of such action or proceeding with attorneys of its own choosing or (b) defend itself in any action or proceeding with attorneys of its own choosing.

Article 8 Standing and Special Committees

8.01 Committee Composition. Committees shall be open to any interested member unless otherwise provided in these bylaws. The composition of a committee shall include those who serve by virtue of office as specified in the bylaws and/or members as deemed necessary.

8.02 Elective Standing Committees.

(a) Education Committee. The Vice President Education shall be chairman of this committee. The committee shall be composed of the President-Elect, Vice President Membership, Handbook Chairman, Orientation Chairman, and Historian and members as deemed necessary. This committee shall be responsible for member education, board and leadership training, and coordinating participation in National Assistance League meetings. The chairman shall direct all education programs and activities.

(b) Grants Committee. The Chairman of Grants shall be chairman of this committee. This committee shall be composed of the Grants Assistant, Vice President Resource Development and members as deemed necessary. This committee shall be responsible for coordinating donor contributions and for researching and applying for grants that are applicable to Assistance League of Indianapolis. The chairman shall serve on the Resource Development Committee.

(c) Marketing Committee. The Vice President Marketing shall be chairman of this committee. This committee shall be composed of the Chairman of Public Relations,

Community Newsletter Chairman, and the Chapter Website Administrators. This committee shall develop a marketing plan for all publicity, promotion, print materials, displays and newsletters to acquaint the public with the purposes and activities of Assistance League and ensure that all things associated with the brand identification of Assistance League reflect positively upon the organization.

(d) Membership Committee. The Vice President Membership shall be chairman of this committee. This committee shall be composed of the President-Elect, Vice President Education, Hours Recorder, Member Correspondent, Orientation Chairman, Placement Chairman, Social Chairman, and Chapter Hub Administrator. This committee shall be responsible for membership appreciation, placement, social events, recording hours and providing information to the national office. The chairman shall be responsible for overseeing the recording of volunteer hours and distribution of the Handbook. The chairman shall appoint the Hours Recorder and direct the Orientation and Placement Committees and the Member Correspondent. The chairman shall oversee the Chapter Hub Administrator in maintaining member information on Chapter Hub. Submit to the treasurer updated membership reports on or before June 1 and throughout the fiscal year as necessary. Update chapter Board positions within 30-days of their election.

(e) Operation School Bell Committee. The Chairman of Operation School Bell – Apparel shall be chairman of this committee. This committee shall be composed of the Vice President Philanthropic Programs, and the Chairmen and Vice Chairmen of Operation School Bell – Apparel, Operation School Bell – Shoes and Operation School Bell – Beyond the Bell. This committee shall purchase and distribute clothing and other articles to schoolchildren in need. The chairman shall serve on the Philanthropic Programs Committee.

(f) Philanthropic Programs Committee. The Vice President Philanthropic Programs shall be chairman of this committee. This committee shall be composed of the chairmen of the following programs: ALI Bears, ALI Friends, Assault Survivor Kits, Operation School Bell – Apparel, Operation School Bell - Shoes and Operation School Bell - Beyond the Bell. This committee shall implement the philanthropic programs of the chapter. The committee shall research new philanthropic programs according to membership interest, community needs and National Assistance League guidelines; submit such programs to the Board and membership for approval; and organize and carry out the annual chapter evaluation of all philanthropic programs.

(g) Public Relations Committee. The Chairman of Public Relations shall be chairman of this committee. This committee shall be composed of the President-Elect, Vice President Marketing, Vice President Philanthropic Programs, Vice President Resource Development, and members as deemed necessary. This committee shall acquaint the public with the purpose and activities of the chapter, maintain a press scrapbook and be responsible for all news releases according to National Policies for Chapters. The chairman shall serve on the Marketing Committee.

(h) Resource Development Committee. The Vice President Resource Development shall be chairman of this committee. This committee shall be composed of the Chairman of Grants, Assistant Treasurer, the chairman of each fundraising event or activity, and members as deemed necessary. This committee shall:

- (1) Raise funds to enable the chapter to effectively meet the specific needs of

the community. Such funds may be raised through special events, selling ventures, direct mail, annual campaigns, grants or gifts from the government entities, planned giving, individuals, capital campaigns, and internal money management.

(2) Research fundraising opportunities and present them to the Board and membership for approval;

(3) Be responsible for the implementation of the adopted fundraising activities; and

(4) Organize and carry out the annual chapter evaluation of all fundraising activities.

(i) **Strategic Planning Committee.** The Chairman of Strategic Planning shall be chairman of this committee. This committee shall be composed of the President-Elect, Chairman of Properties and members as deemed necessary. This committee shall propose strategic plans for Assistance League of Indianapolis and arrange for an annual evaluation process.

8.03 **Appointive Standing Committees and Special Appointments***

(a) **ALI (Assistance League of Indianapolis) Bears Committee.** Under the direction of the Vice President Philanthropic Programs, this committee shall be composed of a chairman and members as deemed necessary. This committee shall be responsible for selecting, purchasing and distributing the stuffed bears. The chairman shall serve on the Philanthropic Programs Committee.

(b) **ALI (Assistance League of Indianapolis) Friends Committee.** Under the direction of the Vice President Philanthropic Programs, this committee shall be composed of a chairman and members as deemed necessary. This committee shall be responsible for programs with senior citizens and disabled adults. The chairman shall serve on the Philanthropic Programs Committee.

(c) **Assault Survivor Kits® Committee.** Under the direction of the Vice President Philanthropic Programs, this committee shall be composed of a chairman and members as deemed necessary. This committee shall be responsible for purchasing and distributing Assault Survivor Kits. The chairman shall serve on the Philanthropic Programs Committee.

(d) **Assistant Treasurer.** The Assistant Treasurer shall assist the Treasurer as requested, be responsible for coordinating ongoing supplemental fundraisers and serve on the Budget Committee and Resource Development Committee.

(e) **Bylaws Committee.** Under the direction of the Board, this committee shall be composed of a chairman, the President-Elect, the Parliamentarian and members as deemed necessary. This committee shall be responsible for preparing bylaws, standing rules and amendments when so directed by the Board, membership, or National Assistance League.

(f) **Community Newsletter Committee.** Under the direction of the Vice President Marketing, this committee shall be composed of a chairman and members as deemed

necessary. This committee shall be responsible for producing newsletter(s) for community distribution. The chairman shall serve on the Marketing Committee.

(g) Computer Data and Document Committee. Under the direction of the President-Elect this committee shall be composed of a chairman and members as deemed necessary. This committee shall be responsible for ensuring the retention and ongoing continuity of important data and documents used throughout the administration of chapter functions.

(h) Donor Recorder Committee. Under the direction of the Treasurer this committee shall be composed of a chairman and members as deemed necessary. This committee shall be responsible for maintaining a database of all community contacts and donations (money, goods, and services) made to Assistance League of Indianapolis.

(i) Finance Committee. This committee shall be composed of a chairman, the Treasurer and 3 members from the general membership; each serving 3 year rotating terms. The Finance Committee shall recommend to the Board options for prudent investment of assets.

(1) Budget Committee. This committee is a subcommittee of the Finance Committee. This committee shall be composed of a chairman, the Treasurer, Assistant Treasurer, President-Elect, Vice President Marketing, Vice President Membership, Vice President Philanthropic Programs, Vice President Resource Development, Vice-President Education and Chairman of Properties. This committee shall be responsible for annual corporate budgets (operating and capital expenditures) which shall be approved by the Board and membership prior to the beginning of the fiscal year.

(j) Spring Fundraiser Committee. Under the direction of the Vice President Resource Development, this committee shall be composed of a chairman and members as deemed necessary. This committee shall be responsible for the annual major fundraising event. The chairman shall serve on the Resource Development Committee.

(k) Handbook Committee. Under the direction of the Vice President Education, this committee shall be composed of a chairman and members as deemed necessary. This committee shall be responsible for producing the Membership Handbook and an addendum of each new class. The chairman shall serve on the Education Committee.

(l) Historian. Under the direction of the Vice President Education, this person shall be responsible for maintaining a history book of chapter activities.

(m) Holiday Event Committee. Under the direction of the Vice President Resource Development, this committee shall be composed of a chairman and members as deemed necessary. This committee shall be responsible for the annual holiday fundraising event. The chairman shall serve on the Resource Development Committee.

(n) Meeting Services Committee. This committee shall be composed of a chairman and members as deemed necessary which shall be responsible for making all arrangements for membership meetings.

(o) Member Correspondent. Under the direction of the Vice President Membership,

this person shall be responsible for the membership's personal outreach program and be a member of the Membership Committee.

(p) Operation School Bell Mailer Committee. Under the direction of the Vice President Resource Development, this committee shall be composed of a chairman and members as deemed necessary. This committee shall be responsible for the annual direct mailer to raise funds for Operation School Bell. The chairman shall serve on the Resource Development Committee.

(q) Orientation Committee. Under the direction of the Vice President Membership, this committee shall be composed of a chairman and members as deemed necessary. This committee shall be responsible for new member orientation and assimilation. The chairman shall serve on the Membership and Education Committees.

(r) Parliamentarian. The Parliamentarian shall call the first meeting of the Nominating Committee, and when asked, advise the President, Board and members on matters of parliamentary law. The Parliamentarian shall be a member of the bylaws committee and shall attend all regular and Board meetings.

(s) Policy Committee. Under the direction of the Board, this committee shall be composed of a chairman, the President-Elect, two past presidents and three additional members who have been members for three or more years. This committee shall be responsible for reviewing the chapter's operational policies on an annual basis and recommending changes to the Board and membership for approval.

(t) Properties Committee. Under the direction of the Treasurer, this committee shall be composed of a chairman and members as deemed necessary. This committee shall be responsible for overseeing all day-to-day operations of the chapter office, serving as liaison with the leasing agent, and evaluating future building needs. The chairman shall serve on the Strategic Planning Committee and the Budget Committee.

(u) Social Committee. Under the direction of the Vice President Membership, this committee shall be composed of a chairman and members as deemed necessary. This committee shall be responsible for planning and coordinating all events that are solely fellowship oriented. The chairman shall serve on the Membership Committee.

(v) Websites Committee. Under the direction of the Vice President Marketing, this committee shall be composed of a chairman, Technology Chairman, Chapter Website Administrators, Computer Data and Document Chairman, and members as deemed necessary. This committee shall be responsible for maintaining the Chapter's website. The Chapter Website Administrators shall serve on the Marketing Committee.

8.04 Special Committees. The President shall appoint special committees by direction of the Board or membership.

8.05 Committee Quorum. A majority (50% plus 1) of the committee members shall constitute a quorum. Ex Officio members are not counted when constituting or determining a quorum.

Article 9 Meetings

9.01 Regular Meetings. Regular meetings shall be held on the fourth Wednesday of each

month, except for June, July and December, unless otherwise directed by the Board, with membership approval,

9.02 Election and Annual Meeting. The regular meeting in April shall be known as the election meeting, and the regular meeting in May shall be known as the annual meeting.

9.03 Conduct of Meetings. Members of governing bodies and committees, except the Nominating Committee, may participate in a meeting through use of conference telephone or similar communications equipment, including but not limited to electronic meetings, so long as all members participating in such meeting can communicate with one another. Final discussion and vote shall be by simultaneous aural communication among all participating members. Such participation shall constitute personal presence at the meeting.

9.04 Special meetings. Special meetings may be called by the President and shall be called upon the written request of ten (10) voting members. The purpose of the meeting shall be stated in the call. Except in emergencies, at least three (3) days notice shall be given.

9.05 Voting Rights. There shall be no vote by proxy.

9.06 Quorum. A majority (50% plus 1) of the voting members shall constitute a quorum.

Article 10 Finance

10.01 Fiscal Year. The fiscal year of this organization shall be from June 1 through May 31.

10.02 Dues and Fees. Annual dues shall be payable on or before April 1 and delinquent on May 1. Upon joining the chapter, dues are payable immediately.

(a) Dues:

Voting	\$65.00
Nonvoting	\$115.00

(b) **Delinquent Fee:** Ten dollars (\$10) in addition to dues, if a member's dues are not paid by May 1.

(c) **Orientation Fee:** Fifteen dollars (\$15) for all new members joining to defray costs.

Dues for new members joining after December 1 shall be reduced by one-half (1/2) and shall include National Assistance League pro rata per capita dues of twenty dollars (\$20). Dues for new members joining between March 1 and May 31 shall be one dollar (\$1).

Members holding membership in more than one (1) chapter shall Pay National Assistance League dues only to primary chapter.

10.03 National Assistance League Dues Annually, the corporation shall pay to National Assistance League per capita dues of forty dollars (\$40). The corporation shall pay to National Assistance League per capita pro rata dues of twenty dollars (\$20) for members joining after December 1. Per capita dues shall be waived for all new members joining between March 1 and May 31.

10.04 Requirements. The corporation shall maintain a sound financial position and shall have a Certified Public Accountant audit or review its financial statements annually. The corporation shall submit an annual report to members, as required by state Corporations Code.

10.05 Delegates and Alternates. The chapter, at its own expense, shall send its delegates and may send its alternates to the annual meeting and special meetings of National Assistance League.

10.06 Proposed Expenditures. Proposed unbudgeted expenditures in excess of five hundred dollars (\$500) shall be presented to the Board and membership for approval. Proposed expenditures of unbudgeted funds that are less than five hundred dollars (\$500) and greater than one hundred dollars (\$100) shall be presented to the Board for approval.

10.07 Fundraising. The corporation shall plan fundraising events and activities in compliance with **National Policies for Chapters.**

10.08 Fundraising Agent. The corporation shall not act as a resource development agent for individuals or other organizations.

Article 11 Advisory Council

11.01 Advisory Council. An Advisory Council, composed of a maximum of six (6) representative members of the community, including an attorney, shall serve the corporation in an advisory capacity. Members shall serve a two (2) year term on a rotation basis. Members shall be elected by the membership at its April election meeting. Vacancies on this council shall be filled by vote of the Board. The liaison to the Advisory Council shall be the president.

Article 12 National Assistance League

12.01 Determining Delegates. Unless otherwise provided in these bylaws, the chapter shall elect at its election meeting, to serve for one (1) year, a voting delegate, and an alternate thereto, for up to one hundred (100) of the chapter's membership (but not less than one (1) voting delegate and with the membership rounded off to the next highest hundred for such determination), to represent the chapter at annual and special meetings of National Assistance League. Additional delegates/alternates shall be elected for each one hundred (100) additional members, and if there are additional members in excess of those divisible by one hundred (100), one additional delegate/alternate shall be elected if there are fifty-one (51) or more additional members.

12.02 Delegate Vacancies. Should neither the delegate nor the alternate be available to serve, the Board may elect another delegate who shall be certified to the National Secretary at least twenty-four (24) hours prior to the annual meeting and special meetings of National Assistance League.

12.03 Votes Per Member-Delegates. The chapter shall be entitled to that number of votes equal to its number of delegates.

Article 13 Bylaws and Amendments

13.01 Bylaws for Chapters. The chapter shall be governed by these bylaws. The bylaws shall not be in conflict with the **Bylaws of National Assistance League**, any federal laws or

with the laws of the state in which the corporation is incorporated. Conflicts unresolved by a standing committee to be determined by the National Board shall be referred to the National Board for resolution, and the decision of this body shall be final. In the event of any conflict, the laws of the state shall prevail.

13.02 Amendments and Revisions. These bylaws may be amended or new bylaws adopted by a two-thirds (2/3) vote at any regular meeting, or at any special meeting called for that purpose, provided that written notice of each proposed amendment or the proposed new bylaws shall have been given to each voting member at least thirty (30) days prior to the date of any such meeting, or at the previous regular meeting.

13.03 Conforming. When amendment of these bylaws shall become necessary by action of National Assistance League, the Bylaws Committee of the chapter is authorized to conform these bylaws in accordance therewith, and such amendment shall have the same force and effect as if adopted by the members of the chapter in accordance with the provisions of **13.02** of this Article.

13.04 Filing. Current bylaws and standing rules shall be on file at the national office.

Article 14 Parliamentary Authority

14.01 Parliamentary Authority The rules contained in the current edition of *Roberts Rules of Order* shall govern the chapter in all cases to which they are applicable and in which they are not inconsistent with or in conflict with these bylaws, the Articles of Incorporation, the **Bylaws of National Assistance League**, the law (including the law of the State of Indiana), and any special rules of order the chapter may adopt.

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