

**BYLAWS
OF
ASSISTANCE LEAGUE® OF OMAHA**
A nonprofit public benefit corporation

Article 1 Name and Headquarters

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

1.02 Principal Office. The principal office for the transaction of business of this organization is hereby fixed and located at 3569 Leavenworth, Omaha, Nebraska 68105-1907.

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 and standards 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 Dual Membership. Chapter members may hold membership in more than one (1) chapter and/or auxiliary. Such members shall declare a primary chapter and/or auxiliary.

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 annual meeting. No member shall be eligible to serve more than two (2) consecutive terms in the same office.

4.06 Meetings. Regular meetings of the Board shall be held on the second Wednesday of the month, June through May, 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 two (2) members of the Board, provided notice of such special meetings shall have been given to each Board member at least five (5) 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. Seven (7) 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 Secretary shall call the first meeting of the Nominating Committee.

5.02 Slate. In February, 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, First Vice President Philanthropic Programs, Second Vice President Resource Development, Third Vice President Membership, Fourth Vice President Marketing Communications, Fifth Vice President Support Services, Sixth Vice President Education, Seventh Vice President Strategic Planning, Eighth Vice President Information Technology, Secretary, Treasurer, Assistant Treasurer, and two 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, or for a delegate or alternate 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 March.

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) Serve as 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) Sign legal documents with the Secretary;
- (g) 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 Secretary and Treasurer.
- (j) Serve, ex officio, as a member of all committees except the Nominating Committee;
- (k) Present an annual report of corporate activities to the membership;
- (l) Submit to the national office the **Chapter Year End Summary** within thirty (30) days following 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;
- (n) Serve as a delegate to the annual and special meetings of National Assistance League;
- (o) Recommend chapter members to serve on National Assistance League Committees;
and
- (p) Serve as a liaison to the Advisory Council.

6.02 President-Elect. The President-Elect shall:

- (a) Serve as President the year following the term of office as President-Elect;
- (b) Serve ex-officio on all committees except the Nominating Committee;
- (c) Provide oversight of all special committees; and
- (d) Serve as a delegate to the annual and special meetings of National Assistance League.

- 6.03 First Vice President Philanthropic Programs.** The First Vice President shall:
- (a) Serve as chairman of the Philanthropic Programs Committee;
 - (b) Serve as a member of all Philanthropic committees; and
 - (c) Serve as a member of the Finance Committee.
- 6.04 Second Vice President Resource Development.** The Second Vice President shall:
- (a) Serve as chairman of the Resource Development Committee;
 - (b) Serve as a member of all Resource Development committees; and
 - (c) Serve as a member of the Finance Committee.
- 6.05 Third Vice President Membership.** The Third Vice President shall:
- (a) Serve as chairman of the Membership Committee; and
 - (b) Serve as a member of all Membership committees;
- 6.06 Fourth Vice President Marketing Communications.** The Fourth Vice President shall:
- (a) Serve as chairman of the Marketing Communications Committee; and
 - (b) Serve as a member of all Marketing Communications committees.
- 6.07 Fifth Vice President Support Services.** The Fifth Vice President shall:
- (a) Serve as chairman of the Support Services Committee;
 - (b) Serve as Property Manager;
 - (c) Serve as a member of all Support Services committees; and
 - (d) Serve as a member of the Finance Committee.
- 6.08 Sixth Vice President Education.** The Sixth Vice President shall:
- (a) Serve as chairman of the Education Committee;
 - (b) Serve as a member of all Education committees; and
 - (c) Serve as a member of the Membership Committee.
- 6.09 Seventh Vice President Strategic Planning.** The Seventh Vice President shall:
- (a) Serve as chairman of the Strategic Planning Committee and coordinate strategic planning for the chapter; and
 - (b) Serve as a member of Strategic Planning committees.

- 6.10 Eighth Vice President Information/Technology.** The Eighth Vice President shall:
- (a) Serve as chairman of the Information/Technology Committee; and
 - (b) Serve as a member of all Information/Technology committees.
- 6.11 Presiding Officer of Meetings.** In the absence of the President and President-Elect, the Vice Presidents shall serve in the order of their office.
- 6.12 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 including the minutes of committee meetings, but 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) Certify, immediately following the receipt of the call to the annual or special meeting of National Assistance League, the names of the chapter delegate and alternate to the National Secretary;
 - (f) Be authorized to sign checks with the Treasurer and President; and
 - (g) Conduct official correspondence of the chapter.
- 6.13 Treasurer.** The Treasurer shall:
- (a) Serve as 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 and Secretary;
 - (f) Be responsible for the filing of required tax forms;
 - (g) Serve as a member of the Finance Committee;
 - (h) Submit to the national office per capita dues to arrive at the national office on or before June 1;
 - (i) Confirm that appropriate Chapter Hub updates have been made to the membership records by June 1 and throughout the year.
 - (j) Be responsible for the general care and custody of the funds of the chapter.

6.14 Assistant Treasurer. The Assistant Treasurer shall:

- (a) Assume responsibilities as an active aide to the Treasurer;
- (b) Perform duties as assigned; and
- (c) Serve as a voting member of the Finance Committee;

Article 7 Indemnification

7.01 Indemnification of Officers, Directors, Employees and Agents.

Every person (and the heirs and legal representatives of such person) who is or was a trustee, director, officer, or employee of the organization, or of any other corporation, partnership, joint venture, trust, or other enterprise for which the person serves or served at the request of the organization (herein collectively referred to as an "indemnitee") may be indemnified by the organization in accordance with this Article 7 against any and all liabilities and expenses, including attorneys' fees, judgments, fines, and amounts paid in settlement, actually and reasonably incurred by the indemnitee in connection with or resulting from any threatened, pending, or completed action, suit, or proceeding whether civil, criminal, administrative, or investigative other than an action by or in the right of the organization (herein collectively a "proceeding"). In which the indemnitee may become involved as a party or otherwise by reason of being or having been an indemnitee, whether or not the indemnitee continues to be such as the time such liability or expense is incurred if

- (a) The indemnitee conducted in good faith, and
- (b) Reasonably believed:
 - (1) In the case of conduct in the official capacity with the organization, that conduct was in its best interests, and
 - (2) In all other cases, that the conduct was at least not opposed to its best interests, and
 - (3) In the case of any criminal proceeding, had no reasonable cause to believe that the conduct was unlawful.

Organization indemnification may both be provided for an indemnitee (a) in a proceeding by or in the right of the organization in which the indemnitee is adjudged liable for negligence or misconduct in the performance of the indemnity's duties to the organization, or if the indemnitee has been adjudged to be so liable, only to the extent that the court in which such action or suit was brought shall determine upon application that despite the adjudication of liability, but in view of all circumstances of the case, the indemnitee is fairly and reasonably entitled to indemnity for such reasonable expenses which such court shall deem proper, or (b) in a proceeding where the basis of the indemnity's liability was that personal benefit was improperly received by the indemnitee, whether or not involving action in an official capacity. Determination of any action, suit, or other proceeding, by judgment, order, settlement (whether with or without court approval), conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the indemnitee did not act in good faith and in manner which the indemnitee reasonably believed to be in or not opposed to the best interest of the organization, or, with respect to any criminal action or proceeding, that the indemnitee had reasonable cause to believe the conduct was unlawful.

Determination of Entitlement to Indemnification Every indemnitee who has been successful on the merits or otherwise in defense of any proceeding, or in defense of any claim, issue, or matter therein, shall be entitled to indemnification as provided in Section 1, as a matter of right. Except as provided in the preceding sentence, any indemnification under said Section 1, unless ordered by a court, shall be made by the organization, but only if either (a) the directors acting by a quorum

consisting of the directors who are or were not parties to the proceeding find by a majority vote that the indemnity has met the standards of conduct set forth in Section 1, or (b) if such quorum is not obtainable, by majority vote of a committee duly designated by the board of directors (in which designation directors who are parties may participate) consisting solely of two or more directors who are not at the time parties to the proceeding, or (c) by special legal counsel (who may be Regular counsel of the organization) selected by at least two directors who are not parties to the proceeding or, if there are not two such directors, then by majority vote of the full board (in which involved directors may participate).

Advancement of Expense Expenses incurred with respect to any proceeding may be paid or reimbursed by the organization in advance of the final deposition thereof as authorized in the manner provided in Section 2 hereof, upon the following conditions: (a) the indemnitee must furnish a written affirmation of good faith belief that the indemnitee has met the standards of conduct provided in Section 1 hereof, and (b) the indemnitee must provide a signed written undertaking to repay the advance if it is ultimately determined that the indemnitee did not meet the standard of conduct, and (c) a determination is made that the facts then known to those making the determination would not preclude indemnification under Section 1 or 2 hereof.

Rights not Exclusive. The rights of indemnification provided in Article VII shall be in addition to any rights to which any indemnitee may otherwise be entitled under any bylaw, agreement, vote of members or disinterested directors or otherwise, both as to action in an official capacity and as to action in another capacity while holding such office, and shall continue as to an indemnitee who has ceased to be a director, officer, employee, or agent of the organization or such other corporation, partnership, joint venture, trust, or other enterprise.

7.02 Indemnification of National Assistance League. 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. Members of each committee shall be appointed by the chairman with approval of the Board, 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. Ex Officio members of committees are voting members of the committee.

8.02 Elective Standing Committees.

(a) **Philanthropic Programs Committee.** The Vice President Philanthropic Programs shall be chairman of this committee. All program chairmen are members of this committee and as many additional members as deemed necessary. The purpose of this committee is to develop, supervise and evaluate all philanthropic programs and to research and assess community needs to develop ideas for potential new programs or expansion of existing programs that meet both the identified unmet community needs and needs of the membership.

(b) Resource Development Committee. The Vice President Resource Development shall be chairman of this committee which shall be composed of the chairmen of the following committees: Donations, Donor List, Grants, Memorials and Tributes, Endowment Fund, Thrift Shop, Annual Campaign, Christmas Caravan, and as many additional members as deemed necessary. The purpose of this committee is to plan and administer all resource development events and activities.

(c) Membership Committee. The Vice President Membership shall be chairman of this committee, which shall be composed of the Vice President Education and the chairmen of the following committees: Orientation, Event Planning, Interest and Skills, Member Awards Committee, Member Advisors, and as many additional members as deemed necessary. The purpose of this committee is to establish goals and implement plans for membership stability and growth and for maintenance of accurate membership records. Maintain member information on **Chapter Hub**. Submit to the Treasurer and Vice President Membership 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.

(d) Marketing Communications Committee. The Vice President Marketing Communications shall be chairman of this committee, which shall be composed of the chairmen of the following committees: Speakers Bureau, Chapter Year End Report, Advisory Council, Crystal Bell and Caring Hands, and as many additional members as deemed necessary. The purpose of this committee is to plan and administer all marketing communications activities to increase name awareness and visibility in the community.

(e) Support Services Committee. The Vice President Support Services shall be chairman of this committee, which shall be composed of the Building Manager, Office Manager, the chairmen of the following committees: Insurance, Garden Club, Office Staffing, and as many additional members as deemed necessary. The purpose of this committee is to coordinate all activities concerning the operations and maintenance of the chapter's real estate and the use of the space.

(f) Education Committee. The Vice President Education shall serve as chairman of this committee. The committee shall be composed of the Historian, and chairmen of the following committees: New Member Orientation, Circle Fund, and as many additional members as deemed necessary. The purpose of this committee is to provide educational programs for new members, board members, chairmen and the general membership.

(g) Strategic Planning Committee. The Vice President Strategic Planning shall be chairman of this committee which shall be composed of the President and the President-Elect and six individuals selected by the President. The purpose of this committee is to evaluate the chapter programs, activities and goals at least biannually to develop a three-year plan adhering to the chapter's mission and working toward the chapter's vision.

(h) Information Technology Committee. The Vice President Information Technology shall be chairman of this committee which shall be composed of the Website Administrator, Facebook Administrator, the chairmen of the following committees: Membership Database, Roster, Membership Directory, Monday Blast, Newsletter, and Office Computer. The purpose of this committee is to support electronic communication amongst members and with stakeholders through the chapter website and social media.

8.03 Appointive Standing Committees. The President shall appoint, with Board approval, the chairmen of Appointive Standing Committees unless otherwise stated.

(a) Finance Committee. The outgoing Treasurer shall be chairman of this committee, which shall be composed of the Treasurer, Assistant Treasurer; Vice President Philanthropic Programs, Vice President Resource Development, Vice President Support Services, and Endowment Fund Chairman and as many members as deemed necessary. The purpose of this committee is to prepare the annual corporate budget and to monitor corporate budgets and provide oversight for all corporate financial positions. Annual corporate budgets, operating and capital expenditures, shall be approved by the Board and membership prior to the beginning of the fiscal year.

(b) ACT/PSAT Committee. This committee shall be composed of the chairman and as many members as deemed necessary. The purpose of this committee is to provide low-cost training sessions designed to prepare individuals for taking the ACT and/or PSAT tests.

(c) Assault Survivor Kits[®] Committee. This committee shall be composed of the chairman and as many members as deemed necessary. The purpose of this committee is to prepare and deliver kits to agencies for use by victims of rape and/or abuse.

(d) Operation Bear Hug Committee. This committee shall be composed of the chairman and as many members as deemed necessary. The purpose of this committee is to prepare and deliver teddy bears to Omaha area agencies and police forces for use with traumatized children.

(e) Operation Literacy. The committee shall be composed of the chairman and as many members as deemed necessary. The purpose of the program is to provide gently used and new books to children and adults in need to encourage reading and promote literacy.

(f) Operation School Bell[®] Committee. This committee shall be composed of as many members as deemed necessary. The purpose of this committee is to organize and administer a program to provide new school clothing and supplies to needy students who are referred by school systems.

(g) Operation Teen Parent Committee. This committee shall be composed of the chairman and as many members as deemed necessary. The purpose of this committee is to work with school systems in planning and providing incentives, training, and events to encourage student retention with graduation and post-graduation continuing education as goals.

(h) Operation Recovery Committee. This committee shall be composed of the chairman and as many members as deemed necessary. The purpose of this committee is to work with substance abuse facilities and agencies to provide direct and indirect support to women in recovery by providing events and training that will assist the participants to matriculate back into the community.

(i) Christmas Caravan Committee. This committee shall be composed of the chairman and as many members as deemed necessary. The purpose of this committee is to plan and administer a Christmas Caravan fundraising event.

(j) Grants Committee. This committee shall be composed of the chairman, Donor List Chairman and as many members as deemed necessary. The purpose of this committee is to obtain grants.

~~(k)~~ **Thrift Shop Committee.** This committee shall be composed of the chairman, a bookkeeper and as many members as deemed necessary. The purpose of this committee is to coordinate all aspects of the thrift shop.

(l) Chapter Year End Report Committee. This committee shall be composed of the President, chairman of the Marketing Communications committee and as many members as deemed necessary. The purpose of this committee is to produce documentation of chapter activities and growth to chapter donors and other stakeholders.

(m) Speakers Bureau Committee. This committee shall be composed of the chairman and as many members as deemed necessary. The chairman shall be the liaison to community organizations and be a member of the Marketing Communications Committee. The purpose of this committee is to make presentations about Assistance League® to the public.

(n) Building Manager. The Building Manager shall be a member of the Support Services Committee. The purpose of this position is to oversee the general upkeep of the building and grounds.

(o) Office Management Committee. The Office Manager is chairman of this committee. The committee shall be composed of the Office Manager, Office Computer chairman, and as many members as deemed necessary. The Office Manager shall distribute mail and be a member of the Support Services Committee. The purpose of this committee is to maintain filing systems, mail, supplies and equipment for the office.

(p) Office Staffing Committee. The committee shall be composed of the chairman and as many members as deemed necessary. The Office Staffing Chairman shall be a member of the Support Services Committee. The purpose of this committee is to provide a schedule and staffing for the office.

(q) Historian Committee. The committee shall be composed of the Historian and as many members as deemed necessary. The Historian shall be a member of the Education Committee. The Historian shall keep a pictorial record of activities of the chapter.

(r) Member Database and Directory Committee. The committee shall be composed of the chairman and as many members as deemed necessary. The chairman shall be a member of the Membership and Information Technology Committees. The purpose of this committee shall be to update membership's database and to publish the membership directory.

(s) Website Administration Committee. The committee shall be composed of the Website Administrator and as many members as deemed necessary. The purpose of the committee is to manage the website, website database, and be responsible for training on use of the website.

8.04 Special Committees.

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

8.05 Committee Quorum. Thirty-three (33) percent 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 third (3rd) Monday of each month, except for June and July, unless otherwise directed by the Board, with membership approval. In August, September, October, March and April there shall be evening meetings. In November, January and February there shall be daytime meetings. The Holiday Brunch Meeting shall be held on a Saturday of December and the annual meeting should be held on the third Monday in May.

9.02 Election and Annual Meetings. The regular meeting in March 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 the 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 communications 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 twenty (20) 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. Thirty-three (33) percent 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 15 and delinquent on May 31.

Dues and Fees Structure: 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 (\$1.00). These dues are for the remainder of the present year.

Voting members:

Eighty dollars (\$80) dues annually

Fall Member Class (August-September) dues are eighty dollars (\$80.00).

Spring Member Class dues are for the next year eighty dollars (\$80.00).

Life members that are grandfathered in as of October 28, 2002, have no further financial obligations to the chapter or National Assistance League.

Nonvoting members:

Ninety five dollars (\$95) dues annually.

Fees:

There is a ten-dollar (\$10) late fee for dues paid after May 1.

New Members pay a one-time orientation fee of twenty dollars (\$20).

10.03 National Assistance League Dues. Annually, the corporation shall pay to National Assistance League per capita dues of forty (40) dollars. 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.

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

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 alternate to the annual meeting and special meetings of National Assistance League.

10.06 Proposed Expenditures. Proposed unbudgeted expenditures in excess of two hundred (\$200) shall be presented to the Board and membership 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 fundraising agent for individuals or other organizations.

Article 11 Advisory Council

11.01 Advisory Council. Advisory Council composed of no less than seven (7) representative members of the community, including an attorney, shall serve the corporation in an advisory capacity. Members shall serve for a two (2) year term on a rotation basis. The Board at its February meeting shall elect advisory Council members. Vacancies on this council shall be filled by vote of the Board.

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) 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

*(Refer to **Bylaws of National Assistance League**, Part 2, Article 22.)*

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 Nebraska, and any special rules of order the chapter may adopt.

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