

CONSTITUTION AND BY-LAWS

ST JOSEPH VALLEY CHAPTER OF CREDIT UNIONS

February 13, 2007

PREAMBLE

The Credit Union movement belongs to the Credit Unions who are activated by the same principals and perform the same services under whatever law they may be organized. To promote the Credit Union Movement and to insure efficient operations Credit Unions are united through their State Leagues and in CUNA, Inc . . This Chapter is an integral part of the Credit Union Movement as so organized, recognizing the value of cooperative effort, of mutual instruction, and efficient coordination of these elements.

ARTICLE I

NAME AND LOCATION

Section 1. The name of this chapter shall be the St. Joseph Valley Chapter of Credit Unions.

Section 2. Those Credit Unions located in the following area shall be considered within the boundaries of this Chapter: St. Joseph, Marshall and Elkhart Counties and/or those credit unions previously served by the El-Ko Chapter, in the Sate of Indiana.

ARTICLE II

PURPOSE

Section 1. To extend credit unions in the Chapter area.

Section 2. To promote such educational and social activities as will foster closer cooperation with other credit unions in the Chapter area.

Section 3. To promote membership in the Indiana Credit Union League and CUNA, Inc.

Section 4. To do all things consistent with proper credit union development.

ARTICLE III

MEMBERSHIP

Section 1. Eligibility. Any Credit Union within the area defined in Article 1; whether organized under State or Federal laws, and such individuals as defined in Section 2 of this Article shall be eligible to membership.

Section 2. Classes of Membership. There shall be two classes of membership whose rights and privileges, as well as their qualifications to membership, shall be as follows:

- a. Active Members. All Credit Unions having paid Chapter membership dues shall be active members of this Chapter with full voting power; however, an active member that is not a member of the Indiana Credit Union League or CUNA, Inc., shall have no power to vote on matters regarding the Indiana Credit Union League or CUNA, Inc.
- b. Honorary Members. Individuals rendering meritorious service to the Credit Union Movement, deemed worthy of honorary recognition, may, from time to time, be admitted by vote of the Chapter, but shall have only the right of participation in discussion without power to vote.

ARTICLE IV

MEETINGS

Section 1. Annual Meeting. The annual meeting of this Chapter shall be held during the first calendar quarter of each year at a time and place indicated by the Executive Committee. Notices of such meetings shall be sent by the Secretary to all members at least three (3) weeks prior to the date of the meeting.

Section 2. Regular Meetings. There shall be one (1) meeting each quarter and as many additional meetings as feasible. All meetings shall be held at the time and place determined by the Executive Committee. The Secretary or Sponsoring Credit Union shall notify all members at least three (3) weeks before each meeting.

Section 3. Special Meetings. Special meetings may be called by the President or upon request of five (5) active member Credit Unions. Notice of such meetings shall be given by the Secretary to Chapter Members at least one (1) week in advance of the meeting. The purpose of the meeting and the business to be transacted shall be clearly stated in the meeting notice.

Section 4. Quorum. Representation from ten (10), or one-fourth of the active member Credit Unions, whichever is smaller, shall constitute a quorum.

Section 5. Order of Business. The Order of Business shall be as follows unless otherwise ordered by a majority vote of those present and voting:

- a. Roll Call and Determination of quorum
- b. Introduction of Guests
- c. Introduction of New Minutes
- d. Approval of Minutes
- e. Report of Treasurer
- f. Committee Reports
- g. League Directors' Reports
- h. League Staff Reports
- i. Unfinished Business
- j. New Business
- k. Miscellaneous
- l. Program
- m. Adjournment

ARTICLE V

BOARD OF DIRECTORS

Section 1. Election. The Board of Directors shall consist of not more than two (2) members from each active credit union and the entire board shall not exceed eleven (11) total members, but no less than seven (7) total members. Election of the directors shall be at each annual meeting.

Section 2. Duties. The Board of Directors shall be responsible for the general management and control of the affairs, funds, and records of this chapter and shall perform other duties as prescribed in these By-laws.

Section 3. Meetings. The Board of Directors shall meet at the call of the President or upon the request of three (3) members of the Board. Notice of such meetings must be given by the Secretary to each member of the Board at least three (3) days prior to the meeting.

Section 4. Vacancies. Three (3) consecutive unexcused absences from chapter meetings and/or Board of Directors' meetings shall be cause for declaring the office vacant. Vacancies occurring during the year shall be filled by appointment by the Board of Directors for the balance of the year.

Section 5. Term. Term of office is not to exceed three (3) years, and shall not exceed two (2) consecutive terms elected in such a manner that the terms of an approximate equal number shall expire each year. Exceptions to term of office, can be made at the discretion of the Board of Directors.

Section 6. Quorum. A majority of the Board of Directors shall constitute a quorum.

ARTICLE VI

EXECUTIVE OFFICERS AND DUTIES

Section 1. Executive Officers. The executive officers of this Chapter shall be a President, a Vice President, a Secretary, and a Treasurer. They shall constitute the Executive Committee.

Section 2. Election. The Board of Directors shall elect the Executive Officers from its own body at the first meeting of the Board. They shall serve until the June 30th following the election. A vacancy occurring in an office shall be filled by appointment of the Board of Directors until the next election. No member shall hold more than one (1) office at any time.

Section 3. President. The President shall preside over all meetings and shall, in the way and manner directed by the Board of Directors, manage the affairs of the Chapter.

Section 4. Vice-President. The Vice-President shall preside in the absence of the President and perform all other duties as assigned by the Board of Directors. In the event the office of President is declared vacant, the Vice-President shall automatically assume the office of President.

Section 5. Secretary. The Secretary shall keep correct records of all meetings of the Chapter and Board of Directors. He/She shall give notice of all meetings to the members in the manner prescribed in the by-laws and shall perform all other duties incident to this office. Copies of the minutes of the Chapter Meetings shall be forwarded to the President within thirty (30) days after the meeting.

Section 6. Treasurer. The Treasurer shall be the custodian of Chapter funds. He/She shall keep a set of books recording in detail the financial transactions of the Chapter; he/she shall make all collections and disbursements as directed by the Board of Directors. He/She shall give a complete report at each meeting of the Chapter.

Section 7. Duties. The duties of the various officers shall be those specified in these by-laws and in the adopted parliamentary authority.

ARTICLE VII

COMMITTEES

Section 1. Standing and Special. Standing and Special Committees appointed by the board may be created from time to time to facilitate the operation and proper function of this Chapter. Such committees might include:

STANDING COMMITTEES

Nominating
By-laws
Audit
Community Affairs

SPECIAL COMMITTEES

Social and Special Events
Scholarship/Grants

Section 2. Nominating Committee. A nominating committee of three (3) shall be appointed by the President at the December meeting in each year. They shall report at the Annual Meeting which shall be the February meeting. It shall be the duty of the nominating committee to present a slate of nominees, selected from the active member Credit Unions, to fill the vacancies on the Board of Directors.

ARTICLE VIII

RECALL

Section 1. The active members shall have the power upon a majority vote, to remove or recall any officer, or any member of any committee.

ARTICLE IX

FINANCES

Section 1. Method. The method of financing this Chapter shall be based upon recommendations made by the Board of Directors, to be submitted at each annual meeting of the Chapter, to cover the ensuing year. Said method shall be adopted as revised and approved by the active members present at the annual meeting. It shall be the duty of the Board of Directors to follow the procedure prescribed at the time of the annual meeting. The Board of Directors shall be responsible for the annual report of the expenditures for each year.

Section 2. Safeguarding Funds. The funds of the Chapter shall be safeguarded in the way and manner determined by the Board of Directors.

Section 3. All checks issued and cash transactions shall be authorized by written signature by the Chapter President and Treasurer.

Section 4. An annual audit of the Chapter Treasury shall be conducted after the annual election but prior to June 30th of that same year.

ARTICLE X

AMENDMENTS

This constitution and By-Laws may be amended at any regular or annual meeting by a three-fourths (3/4) vote of the active members present and voting, provided notice of the proposed amendment has been given to every active member Credit Union in writing at least thirty (30) days prior to the meeting at which such amendment is to be considered.

ARTICLE XI

PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order Revised shall govern this Chapter in all cases to which they are applicable and in which they are not inconsistent with these by-laws.