

BYLAWS

of



Carroll White REMC

A Touchstone Energy® Cooperative



Junior Board of Directors

Table *of* Contents

Article I: Name and Purpose	3
Section 1. Name	
Section 2. Purpose	
Article II: Membership	3
Section 1. Eligibility	
Section 2. Business Ethics and Conduct	
Section 3. Resignation and Termination	
Article III: Meeting of Members	3
Section 1. Board Size	
Section 2. Terms	
Section 3. Meetings and Notice	
Section 4. Board Election	
Section 5. Election Procedures	
Section 6. Offices and Duties	
Section 7. Vacancies	
Section 8. Resignation, Termination, and Absences	
Section 9. Special Meetings	
Article IV: Committees	4
Section 1. Committee Formation	
Section 2. Committee Chairman	
Section 3. Community Service Committee	
Section 4. Annual Meeting Committee	
Article V: REMC Advisors	5
Section 1. REMC Staff	
Section 2. Amendments	
Statement of Non-Discrimination	5

Bylaws

Article I: Name and Purpose

Section 1

Name: The name of the organization shall be the Junior Board of Directors.

Section 2

Purpose: The Junior Board of Directors is organized exclusively for education and charitable purposes.

The main purpose of this board is to immerse high school students in the areas of leadership, community stewardship, and local business impact; to develop a Junior Board from the school districts within our service territory.

Article II: Membership

Section 1

Eligibility: At present, application for the Junior Board membership shall be open to any junior or senior at Delphi Community High School and Twin Lakes High School.

Section 2

Business Ethics and Conduct: The Junior Board members are expected to be ethical in their conduct. It effects Carroll White REMC's reputation and success. Carroll White REMC requires members to have the highest standards of conduct and personal integrity. Board members owe a duty to Carroll White REMC, our members, employees, and directors to act in a manner that will earn the continued trust and confidence of the public. We expect all directors, officers, and employees to conduct business in accordance with the letter, spirit, and intent of all relevant laws and to not do anything that is illegal, dishonest, or unethical. If you use good judgement and follow high ethical principles, you will make the right decisions. However, if you are not sure if an action is ethical or proper, you should discuss the matter openly with a Board advisor. Junior Board members who ignore or do not comply with this standard of business ethics and conduct may be discharged from the Board.

Bylaws

Section 3

Resignation and Termination: Any member may resign by filing a written resignation with the chairman. Resignation will take effect when chairman has received the notice. Termination is under the discretion of the advisors of the Junior Board.

Article III: Meeting of Members

Section 1

Board Size: The board shall consist of eight members; four members chosen from each school. Two being juniors and two being seniors. In the event four qualified members cannot be represented by each school, the Board advisors have the discretion to choose applicants from other schools to maintain an eight-member board.

Section 2

Terms: All board members shall serve two-year terms and are eligible to serve in an elected officer position their second year.

Section 3

Meetings and Notice: The board shall meet monthly, at an agreed upon time and place; generally, the second Sunday of the month. The secretary will notify board members electronically a minimum of two weeks in advance.

Section 4

Board Elections: New board officers shall be elected by the board the meeting prior to the Annual Meeting of the Junior Board. Officers will be elected by a simple majority of votes. Newly elected officers will be announced at the Junior Board Annual Meeting.

Section 5

Election Procedures: The Vice-Chairman shall be responsible for accepting nominations. In addition, any member can nominate a candidate to the slate of nominees. All junior members will be eligible for nomination of an officer position their senior year of high school.

Bylaws

Section 6

Officers and Duties: There shall be four officers of the board, consisting of a Chairman, Vice-Chairman/Marketing Officer, Secretary, and Treasurer. Their duties are as follows:

Chairman: Shall lead monthly board meetings and follow progress on projects and presentations.

Vice-Chairman/Marketing Officer: Performs as a project coordinator and leads monthly board meeting in the absence of chairman. Takes photos at and/or during all Board activities and functions, including meetings, tours, guest speakers and community service. Also prepares press release and social media pertaining to said Junior Board activity.

Secretary: Responsible for keeping records of the board's action, including taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each board member prior to meeting.

Treasurer: Responsible for creating budgets, managing income and expenses of projects and presenting these reports to the board members.

Section 7

Vacancies: When a vacancy on the board exists mid-term, the secretary must present provided nominations to the board with the regular board meeting announcements, and must be voted upon at the next board meeting.

Section 8

Resignation, Termination, and Absences: Resignation from the board must be in writing and received by the Chairman. A board member shall be terminated from the board due to excess absences, more than three absences from board meeting in a year, or missing two consecutive meetings. A board member may be removed for other reasons at the discretion of the advisor of the Junior Board.

Section 9

Special Meetings: Special meetings of the board shall be called upon by the request of the chair or director and are not required in attendance. Notice of special meeting shall be sent out by the secretary to each board member.

Bylaws

Article IV: Committees

Section 1

Committee Formation: The board can create committees as needed. The board presently will have two committees: a Community Service Committee, comprised of 4 non-officer members, and an Annual Meeting Committee, comprised of all 8 members.

Section 2

Committee Chairman: Each committee will have a chairman that is nominated and voted by the board.

Section 3

Community Service Committee: Planning committee comprised of 4 non-officer members that do not serve as an officer of the board. Plan for two community service projects completed by all Junior Board members. Committee facilitates the charitable giving of \$500 – earned by the board through community service. For each community service hour performed the Junior Board will receive \$15 from Carroll White REMC to be donated to a cause, or causes, of their choice.

Section 4

Annual Meeting Committee: Planning committee for the Annual Meeting at the end of the school year comprised of all members of the board. The Committee will be responsible for recommending a meeting venue and refreshments and creating/addressing invitations.

Article V: REMC Advisors

Section 1

REMC Staff: The Carroll White REMC Advisors have day-to-day responsibilities for the organization, including carrying out the organization's goals and policies. Carroll White REMC Advisors will attend all Junior Board meetings, answer questions of the Junior Board members, and help guide the Junior Board in the direction of its goal.

Bylaws

Section 2

Amendments: These bylaws may be amended when necessary by three-fourths majority of the Junior Board and Directors. Proposed amendments must be submitted to the secretary to be sent out with regular board announcements. Final decisions on amendments are up to the Directors.

Statement of Nondiscrimination

In accordance with Federal civil rights law and U.S. Department of Agriculture (USDA) civil rights regulations and policies, the USDA, its Agencies, offices, and employees, and institutions participating in or administering USDA programs are prohibited from discriminating based on race, color, national origin, religion, sex, gender identity (including gender expression), sexual orientation, disability, age, marital status, family/parental status, income derived from a public assistance program, political beliefs, or reprisal or retaliation for prior civil rights activity, in any program or activity conducted or funded by USDA (not all bases apply to all programs). Remedies and complaint filing deadlines vary by program or incident.

Persons with disabilities who require alternative means of communication for program information (e.g., Braille, large print, audiotape, American Sign Language, etc.) should contact the responsible Agency or USDA's TARGET Center at (202) 720-2600 (voice and TTY) or contact USDA through the Federal Relay Service at (800) 877-8339. Additionally, program information may be made available in languages other than English.

To file a program discrimination complaint, complete the USDA Program Discrimination Complaint Form, AD-3027, found online at http://www.ascr.usda.gov/complaint_filing_cust.html and at any USDA office or write a letter addressed to USDA and provide in the letter all of the information requested in the form. To request a copy of the complaint form, call (866) 632-9992. Submit your completed form or letter to USDA by:

- (1) **Mail:** U.S. Department of Agriculture
Office of the Assistant Secretary for Civil Rights
1400 Independence Avenue, SW
Washington, D.C. 20250-9410;
- (2) **Fax:** (202) 690-7442; or
- (3) **Email:** program.intake@usda.gov.

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