

**Approved Unanimously by the JACL Board on June 29, 2014.**  
**Approved unanimously by General Membership on August 17, 2014.**

## **BY-LAWS**

### **The Cincinnati Chapter Japanese American Citizens League**

#### **ARTICLE I**

##### **Name**

**SECTION 1.** The name of this chapter shall be the Cincinnati Chapter of the Japanese American Citizens League.

**SECTION 2.** The official headquarters of this chapter shall be located in the City of Cincinnati, Ohio, or such other place or places as may be designated by the members of this chapter or the Board of Directors.

#### **ARTICLE II**

##### **Policy and Purpose**

**SECTION 1.** The policies, purposes and objectives of this chapter shall be to protect the rights of Japanese Americans promote, foster, sponsor and encourage:

- (a) The cultural identity and values of Japanese Americans
- (b) A spirit of community among Japanese-Americans and their friends and families;
- (c) cooperation, understanding and respect between the Japanese-American community and other communities in the United States of America;
- (d) the education of all Americans regarding the history, culture, experiences, aspirations and contributions of Japanese-Americans;
- (e) the welfare and development of individual Japanese-Americans and the Japanese-American community, including, but not limited to, the educational achievements of Japanese-Americans;
- (f) programs, projects, and activities designed to further and to encourage members to perform faithfully their duties and obligations to the United States of America;

- (g) the objectives embodied by the two national slogans of the Japanese-American Citizens League of the United States of America (the “League”), “FOR BETTER AMERICANS IN A GREATER AMERICA” and “SECURITY THROUGH UNITY.

**SECTION 2.** This chapter shall be non-partisan and non-sectarian in nature and shall not participate or intervene in any political campaign on behalf of any candidate for public office. In all its dealings, Cincinnati JACL shall not discriminate based on: age; ancestry; creed; color; mental or physical disability; gender; gender identity, expression or characteristics; marital status; national origin; political service or affiliation; race; religion; sex; sexual orientation; military status; veteran status; or any other classification protected by federal, state or local laws.

### **ARTICLE III**

This chapter is a duly chartered member of the national organization of the League and may affiliate with such other organizations as the members or the Board of Directors shall deem desirable, providing the purposes of such organizations do not in any way conflict with the policies, purposes and objectives as set forth in Article II above.

### **ARTICLE IV**

#### **Membership**

**SECTION 1.** The membership of this chapter shall be composed of all persons who shall agree to abide and support these By-Laws.

**SECTION 2.** Honorary Members: Upon the recommendation of the Board of Directors of this organization, and approval by three-fourths vote of the members present at a general meeting, worthy individuals of good character, without regard to citizenship and residence, may be elected as Honorary Members of this Chapter. Such Honorary Members shall not be subject to any of the duties or obligations of membership.

### **ARTICLE V**

#### **Board**

**SECTION 1.** The administration and management of this chapter shall be vested in a Board of Directors (the “Board”). The Board shall also have the power to:

- (a) Formulate, implement, manage and conduct the civic, educational, philanthropic, business and all other affairs of the chapter in furtherance of the policies, purposes and objectives as set forth in Article II above; and

- (b) manage and conduct the fiscal affairs of the chapter, including but not limited to:
  - (i) Approving all monetary expenditures of the chapter, provided, however, that such expenditures shall be for the purpose of furthering the policies, purposes and objectives as set forth in Article II above;
  - (ii) borrowing money
  - (iii) buying, selling, mortgaging or otherwise alienating title to any and all personal and real property belonging to the chapter; and

**SECTION 2.** Each Board Member shall hold office for a period of two (2) years or until the following annual meeting of the members after the expiration of the Director's two-year period and until his successor shall have been elected and qualified. The number of directors shall be determined by the Board each year, but shall not be less than five (5) or more than nine (9) for any year. Each year, a number of members to be determined by the Board shall be elected by the Board for a two-year period, provided, however, that such number shall not exceed fifty percent (50%) of the number of members currently serving on the Board.

**SECTION 3.** Such Board shall only act in the name of the chapter when it shall be regularly convened by its chairman after due notice to all the board members of such meeting.

**SECTION 4.** Thirty-three percent (33%) plus one of the members of the Board shall constitute a quorum. A meeting of the Board shall be held within thirty (30) days after election of the board members for the purpose of electing the officers of the chapter and conducting such other business as may be necessary to be taken care of by the Board. The Board shall meet at least once every three (3) months and whenever practical once a month at such time and place as may be designated by the President. Special meetings of the Board may be held at any time upon the call of the President or upon the call of at least three (3) Directors, provided at least three (3) days' notice is given in writing.

**SECTION 5.** Each Board member shall have one vote and such voting may not be done by proxy.

**SECTION 6.** The Board may make such rules and regulations covering its meetings as it may in its discretion determine necessary.

**SECTION 7.** The immediate past President shall serve as a member of the Board. In the event of his inability to serve, the Board shall elect one of the past presidents to fill his vacancy.

**SECTION 8.** The Board shall appoint the Officers contemplated by Article VI below. The Board shall have power to appoint standing and special committees. The chairmen and members of such committees need not be members of the Board. The Board may appoint committee chairmen to serve as Directors with equal participating privileges as elected Directors with the

exception of serving as an Officer. The Board shall appoint such Officers and members of standing and special committees once per year at a regular meeting.

**SECTION 9.** Vacancies occurring on the Board may be filled by the Board of Directors, and such appointed members shall serve until successors have been duly elected at the annual meeting to fill the unexpired terms.

**SECTION 10.** Any Board Member may be recalled at any general or special meeting of the members, provided notice to all members in mailed advising the members that a recall election will be held; that at such meeting a quorum of the members shall be present; and that at least two-thirds (2/3) vote of the members present shall be sufficient to sustain the recall. A recall election may be called at any time by the Board or by twenty-five percent (25%) of the entire membership of this chapter.

**Section 11.** A board member shall serve no more than three (3) two-year terms in succession and must be off the Board for at least one year before serving again.

## ARTICLE VI

### **Officers**

**SECTION 1.** The Officers of the chapter shall be a President, a Vice-President, a Treasurer and a Secretary, provided, however, that an Officer may serve simultaneously both as a Vice President and as either Treasurer or Secretary.

**SECTION 2.** The officers of the chapter shall serve as an executive committee and shall have authority to transact business of an emergency nature.

## ARTICLE VII

### **Duties of Officers**

**SECTION 1.** The President shall preside at all meetings of the members of the chapter, of the Board of Directors, and of the Executive Committee. He or she shall sign all documents in the name of the chapter and shall perform all other duties incident to his office.

**SECTION 2(a).** The Vice-President shall perform the duties of the President in the absence or disability of the latter.

**SECTION 2(b).** In addition to the regular officers of the Board, there shall be Chairpersons appointed for each of the following standing committees:

- (a) Membership Committee shall be responsible for the annual recruitment of members, for the maintenance of membership files, and for promoting good relations within the membership

(b) Communications Committee shall be responsible for editing and distributing the *Grains of Rice*, promoting good relations with the public by increasing understanding, building good will and creating and maintaining a favorable public opinion.

© The Community Relations Committee shall be responsible for the Chapter's Sunshine activities and shall work to promote the Chapter's good relations with the Greater Cincinnati community

**SECTION 3.** The Secretary shall:

- (a) Keep the minutes of the meetings of the general membership, of the Board of Directors, and of the Executive Committee;
- (b) be the official custodian of all the records and documents of this chapter, and
- (c) conduct all chapter correspondence, including preparation and mailing notices of meetings, and
- (d) perform such other duties as may be prescribed by the Board of Directors or the President.

**SECTION 5.** The Treasurer shall receive and hold all funds of the chapter and shall issue checks and make payments of monies in accordance with regulations adopted by the Board of Directors. The Treasurer shall keep a careful record of all receipts and disbursements and shall present a financial statement at the annual meeting of the members and at such other times as may be required by the Board. The Treasurer shall render at stated periods as the Board shall determine a written account of the finances of the organization and such report shall be physically affixed to the minutes of the Board of such meeting. The Treasurer shall be responsible for preparing a proposed budget for approval by the Directors and for studying and recommending ways and means of raising necessary funds for the chapter.

**SECTION 6.** The immediate past President, shall serve as a Director, and shall be the parliamentarian.

**ARTICLE VIII**

**Elections**

Each member shall be entitled to vote at a meeting of the members or to express consent or dissent to Board action in writing without a meeting.

## **ARTICLE IX**

### **Membership Dues**

**SECTION 1.** General Membership classifications shall be those designated by National JACL. All of the foregoing classes of membership shall have equal rights, the purpose of the graduated scale being to encourage membership.

**SECTION 2.** Membership dues shall be determined by the Board of Directors. Any other assessments, initiation fees, and charges shall also be determined by the Board of Directors.

## **ARTICLE X**

### **Meetings of the Membership**

**SECTION 1.** General Meetings of Members: An annual meeting of the members shall be held any day during the last six (6) months of the calendar year, at such time and place as may be designated by the Board of Directors. This will normally be in conjunction with the Annual Potluck

**SECTION 2.** Special Meetings: Special meetings of the members may be held at any time and place upon the call of the President, upon the call of the Board of Directors, or upon the call of at least ten percent (10%) of the entire membership of this Chapter.

**SECTION 3.** Notices: A written notice, including by email, shall be sent to each member in good standing at least one week prior to any general or special meeting.

**SECTION 4.** Quorum: thirty-three percent (33%) of the membership plus one of the number of members in good standing at the time the call to the meeting is issued and who reside in the Greater Cincinnati area shall constitute a quorum to do business at any general or special meeting of the members, and the actions taken by a majority of the members present at such meeting shall be binding upon the members of this Chapter.

## **ARTICLE XII**

### **Amendments**

**SECTION 1.** The power to alter, amend, or repeal these By-Laws or adopt new By-Laws shall be vested in the Board. Such action may be taken at a general or special meeting for which written notice of the purpose shall be given. The By-Laws may contain provisions for the

regulation and management of the affairs of the chapter consistent with the law or the articles of incorporation.

### **ARTICLE XIII**

#### **Official Delegates**

**SECTION 1.** The President shall be one of the official delegates to both the National Convention and the Midwest District Council meeting. If the President holds a national or a district office, the First Vice-President shall serve as an official delegate in his place.

**SECTION 2.** Another official delegate and alternate delegates shall be selected by the Board of Directors.