

BYLAWS
of
JOBS WITH JUSTICE EDUCATION FUND OF WASHINGTON STATE
(As amended September 21, 2010)

ARTICLE I
NAME AND PURPOSES

Section 1.01. Name. The name of the Organization is JOBS WITH JUSTICE EDUCATION FUND OF WASHINGTON STATE, INC, (“the Organization” or “JWJEFWS”), known as Washington State Jobs with Justice or “WSJWJ.”

Section 1.02. Purpose. WSJWJ is a non-profit action-oriented coalition of labor, community and religious organizations and student groups working to promote workers’ rights and support workers’ struggles through educational and other charitable activities.

ARTICLE II
STEERING COMMITTEE AND MEMBERS

Section 2.01. GOVERNING BODY: State-wide Steering Committee and Membership. There shall be one class of members on the Steering Committee: Organizational. All members shall be entitled to one delegate on the State-wide Steering Committee, which is the governing body of the coalition. The State-wide Steering Committee is responsible for setting the overall direction and action priorities for the coalition; determining policies and rules; and financial oversight.

Section 2.02. Qualifications. Membership may be granted only to members in good standing of WSJWJ. New memberships are effective upon approval of their membership in WSJWJ. A list of members of WSJWJ in good standing shall be available at every meeting of the Steering Committee.

Section 2.03. Representation. The Steering Committee is made up of one representative from each sponsoring organization. No individual may have more than one vote on the Steering Committee. Sponsoring organizations will communicate in writing to the Steering Committee the name of their designated representative. Sponsors must subscribe to the mission statement.

Section 2.04. Dues. Sponsoring organizations will pay \$50 per year membership dues. If a group is financially unable to pay \$50, another organization can sponsor that group’s dues. The dues must come from another organization that is also a sponsor. At every Steering Committee meeting there shall be a review of organizations that have paid their sponsorship dues and organizations whose dues are either due or overdue.

The Steering Committee is comprised of a designated representative from each sponsoring organization in good standing. A sponsoring organization is paid up or no more than four months in arrears of membership dues. The dues funds shall be subject to all limitations and restrictions pertaining to funds contributed to an organization exempt under Section 501(c)(3) of the Internal Revenue Code unless specified to be dedicated to a corporate entity separate from WSJWJ.

Section 2.05. Meetings. The Steering Committee meets four times a year. Fifteen sponsoring members of the Steering Committee shall constitute a quorum. Steering Committee meetings shall be conducted in accordance with common parliamentary procedure. Minutes will be kept of meeting and distributed to delegates for review. Officers may call additional meetings.

Section 2.06. Additional Responsibilities. The Steering Committee shall appoint a standing Finance Committee, responsible for overseeing the budget and fundraising work of the statewide coalition. The Finance Committee shall be chaired by the Treasurer and shall include one representative from each area of the State that has an organizing committee. The Finance Committee shall develop an annual budget for Steering Committee approval; establish overall fundraising goals, and monitor and assist organizing committees in working towards these goals; and present a financial report at every Steering Committee meeting.

The Steering Committee will appoint a Nominating Committee six months prior to the annual election. The Nominating Committee will include at least three members, and shall reflect the diversity of the coalition. The Nominating Committee will recruit and recommend candidates for positions on the Executive Board. Notwithstanding any recommendations by the Nominating Committee, any member of the Steering Committee may be nominated and run for a position as an officer or at-large Executive Board member; and any member of a local organizing committee or of the Workers Right Board may be nominated and run for a position as a representative of his or her constituency on the Executive Board.

The Steering Committee will set additional rules as needed. The Steering Committee makes final decisions, which the Executive Board is responsible for carrying out.

There will be an annual general membership meeting to share ideas and to focus on the work to be done in the year ahead.

Section 2.07. Individuals. Anyone who signs an “I’ll be there” card will be considered an individual member.

ARTICLE III AUTHORITY AND DUTIES OF THE BOARD OF DIRECTORS

Section 3.01. Board of Directors. The Executive Board is responsible for ensuring that the decisions and action priorities of the Steering Committee are carried out. The Executive Board along with the Staff Organizers, who shall also be members of the Executive Board, are responsible for the day-to-day leadership of the coalition. The Organizers are ex-officio members of the Executive Board and of all of its committees, and collectively have one vote on the Executive Board. If the organizers present at any executive board meeting be in disagreement on any vote they shall be able to cast equal fractional votes reflecting their individual positions that total the one collective vote that they are entitled to. The Board of Directors is also responsible for compliance to assure that the Organization continues to qualify as exempt under Section 501(c)(3) of the Internal Revenue Code.

Section 3.02. Selection. An Executive Board will be elected from the Steering Committee and numbered as follows: two Co-Chairs (positions 1 and 2), a Secretary (position 3), a Treasurer (position 4) and four at-large members. The four at-large members should represent labor (position 5), community (position 6), student (position 7) and faith constituencies (position 8), the Workers Right Board will elect one representative to the Executive Board (position 9), and the DRB will elect one representative to the

Executive Board (position 10), to serve a two-year term. In addition, each local organizing committee will elect one representative to the Executive Board (MLK County position 11, Pierce County position 12, Whatcom County position 13). Any additional organizing committees shall be numbered consecutively when started. Jobs with Justice will strive to elect an Executive Board which reflects diversity. Elections shall be run in numerical order and have nominations left open until each position is filled so that non-winning candidates may also run for later positions. A staggered two year term shall be phased in starting 2005. Odd numbered positions shall be up for election in odd years and even numbered positions shall be up for election in even years. Even-numbered positions elected in 2005 shall be for one year and odd- numbered positions shall be for two years. Thereafter, the term is two years for the Executive Board.

Section 3.03. Meetings. The officers of the Executive board shall be required to attend all Executive Board meetings or send in an excused absence request to the office. Any officer who misses three consecutive meetings and without an excuse shall have their office declared abandoned. The Executive board may appoint a temporary replacement until the next steering committee meeting where a replacement will be elected for the balance of the term. Between Steering Committee meetings, the Executive Board will vote on any immediate decisions that need to be made.

ARTICLE IV AUTHORITY AND DUTIES OF OFFICERS

Section 4.01. Officers. The officers of the Corporation shall be two Co-Chairs, a Secretary, and a Treasurer.

Section 4.02. Co-Chairs

The Co-Chairs shall be responsible for the overall coordination of the activities of the coalition. The Co-Chairs shall preside at all Washington State Jobs with Justice meetings. Either Co-Chair shall co-sign checks together with the Treasurer. The Co-Chairs shall be official representatives of Washington State Jobs with Justice.

Section 4.03. Secretary. The Secretary shall keep accurate minutes of all meetings. The Secretary shall account for and, in coordination with the Co-Chairs, respond to correspondence and inquiries. The Secretary shall notify sponsors in writing of all meetings.

Section 4.04. Treasurer

The Treasurer shall collect all monies and shall be responsible for maintaining full and accurate accounts of all receipts and disbursements. The Treasurer shall co-sign checks together with a Co-Chair. The Treasurer shall submit a full financial report at every steering committee meeting for review and approval. The Treasurer shall maintain an up-to-date list of sponsors and send out sponsorship renewal notices.

Twice a year, and more often if needed, the Organizing Committee co-chairs will meet with the officers to review the work and determine how best to carry out the work of the coalition.

ARTICLE V THE ORGANIZING COMMITTEE

The organizing committee is a group of Jobs with Justice activists who organize in a specific city or region. Each organizing committee must have representatives from at least three different sponsors. A minimum of 25 “I’ll be there” cards must be collected from individual in their city or region.

The local organizing committee is encouraged to initiate local actions that meet the mission statement's goals. The organizing committee must carry out the mission statement, and its actions must reflect the direction the Steering Committee has established.

A regular meeting schedule should be established by each organizing committee. A quorum of three representatives from three different sponsors is required for an organizing committee meeting. Anyone who signs an "I'll be there" card can participate in the organizing committee.

The organizing committee should make sure to contact and encourage representation from local labor, community and church organizations and leadership.

ARTICLE VI THE ADVISORY BOARD

The Steering Committee will appoint an Advisory Board of prominent leaders from labor, community and faith-based organizations. The members of the Advisory Board will provide assistance to the coalition in fund-raising, gaining political support for the goals of the coalition, and gaining additional organizational support and sponsorship. The members of the Advisory Board will meet at least twice a year.

ARTICLE VII THE WORKERS RIGHTS BOARD

Washington State Jobs with Justice will establish a Workers Rights Board, made up of prominent community leaders. The Workers Rights Board will conduct hearings and investigations on matters of concern to working people, consistent with the mission statement of the coalition, and will issue reports and take actions based on their findings. The Workers Rights Board will elect one representative to the Steering Committee.

There will be a Workers Rights Board Organizing Committee consisting of one officer, one Steering Committee member who is not an officer, one member of the Workers Rights Board and the Staff Organizer. The Workers Rights Board Organizing Committee will, consistent with the direction of the Steering Committee, assist the Workers Rights Board in establishing priorities and criteria for evaluating requests for assistance.

ARTICLE VIII The Diversity Review Board

The Diversity Review Board (DRB) will be composed of three or more Steering Committee representatives and one non-voting staff representative. Steering Committee representatives who wish to serve on the DRB will notify the Executive Board of their intention to do so. In the event that more than three persons volunteer to serve on the DRB, the minimum of three voting members will constitute a quorum for the purpose of conducting DRB business.

The Executive Board will take affirmative action to recruit Steering Committee representatives of organizations based among and/or led by women, people of color, immigrants, LGBT persons, and disabled persons to serve on the DRB. In the event that a member organization wishes to participate in the DRB, but their Steering Committee representative is not available for DRB meetings, they may select an alternate representative to serve on the DRB. They will notify Executive Board of their selection. The DRB will meet at least four times every year.

The DRB has the authority to (a) review WSJWJ priority programs; (b) review OC action efforts, develop an analysis on what went right or wrong, and suggest potential solutions; (c) review and develop effective

tools for accountability in accomplishing the goals and objectives of promoting diversity in WSJWJ. The DRB will report its findings at each quarterly Steering Committee meeting, and as necessary at monthly OC and E Board meetings.

ARTICLE IX FINANCIAL ADMINISTRATION

Section 5.01. FINANCES

Because of the non-profit status of the coalition, and in order to meet eligibility standards for certain outside funding, there shall be one account for financial transactions for Washington State Jobs with Justice and its member local organizing committees.

Financial resources are for the use of local organizing committee to help carry out the mission statement and action priorities of the coalition. Local organizing committees should make every effort to anticipate expenses and should seek donations whenever possible.

Local organizing committees' requests for funds shall be submitted to one of the Co-Chairs for consideration by the officers. Local organizing committees should try to give at least one week's notice if a check is needed from the Treasurer. Expenditures must be approved by at least three of the officers.

As a general rule, checks must be signed by the Treasurer and one of the Co-Chairs. In the event the Treasurer is unavailable, the Co-Chairs may sign checks.

The Treasurer may keep on hand a petty cash fund of up to \$200. Individual expenditures from the petty cash account of up to \$25 may be approved by the Treasurer and one Co-Chair. All expenses must be receipted, with accompanying explanation.

Section 5.03. Fiscal Year. The fiscal year of the Corporation shall be January 1 to December 31.

Section 5.04. Books and Records. Correct books of account of the activities and transactions of the Organization shall be kept at the office of the Organization. These shall include current financial records, a minute book (which shall contain a copy of the Certificate of Incorporation, a copy of these Bylaws, and all minutes of meetings of the Board of Directors and the Steering Committee), a file of correspondence, and archival records.

Section 5.05. Financial Authority of Officers Between Steering Meetings

The officers are empowered to authorize expenses for any one action or event within the approved yearly budget. Any adjustments to the approved yearly budget can only be authorized by a majority vote of Steering Committee members.

Section 5.06. Other Procedures. Other financial procedures of the Organization shall from time to time be determined by resolution of the Board of Directors.

ARTICLE X MEMBERSHIP LISTS

The membership lists of Washington State Jobs with Justice and its local organizing committees are to be used for the purpose of mobilizing for Jobs with Justice sponsored events or actions. Requests from outside organizations for the use of JwJ mailing or telephone contact lists shall be referred to the Steering Committee.

**ARTICLE XI
ENDORSEMENTS**

In general, Jobs with Justice will express its priorities and support through actions rather than endorsements. Requests from other organizations or individuals for the endorsement of Washington State Jobs with Justice or its local organizing committees shall be referred to the Steering Committee.

**ARTICLE XII
AMENDMENTS TO BYLAWS**

Proposed changes to the bylaws of WA State Jobs with Justice must be read at a regular or special meeting of the Steering Committee. If the Steering Committee, by majority vote, approves the consideration of the bylaws change, it shall be mailed to all Steering Committee members for their information. At the following meeting of the Steering Committee, the proposed change shall be discussed and voted upon. Changes to the bylaws require at least a two-thirds majority vote of the Steering Committee.

**ARTICLE XIII
INDEMNITY**

The Organization shall indemnify its Officers and Directors to the fullest extent allowed by current or future Washington State law, subject to the terms of the Articles of Incorporation.