

International Training in Communication

**COUNCIL No.2
JAPAN REGION**

BYLAWS & STANDING RULES



AS AMENDED 2016

INTERNATIONAL TRAINING IN COMMUNICATION
COUNCIL NO.2 JAPAN REGION
BYLAWS

ARTICLE 1

1. Name and Office
- 1.1 This council shall be known as Council No.2 of the Japan Region in Division IV of International Training in Communication (here in after referred to as ITC).
- 1.2. Brand Name. This organization shall be marketed under the brand name
. POWER*talk* International.
- 1.3. Administrative Office. The administrative office of this corporation shall be known as International Training in Communication Management Services (hereinafter referred to as ITC Management Services).

ARTICLE 2

2. Purpose
- 2.1. The purpose of this council is to:
 - 2.1.1. Support the framework of ITC by serving as a liaison between clubs and the region board.
 - 2.1.2 Promote quality training and leadership skills.

ARTICLE 3

3. Membership
- 3.1 Creation
This council shall be created and maintained at the option of its member clubs and as negotiated with the region board.
- 3.2. Composition
This council shall be composed of all clubs in good standing within its boundaries, members of clubs-at-large and members-at-large, upon payment of council dues.

ARTICLE 4

4. Fiscal Year and Revenue
- 4.1. Fiscal Year
The fiscal year of this council shall be August 1 through July 31.
- 4.2. This council shall be self-sustaining.
- 4.3. Annual Dues
The annual dues of this council shall be the amount set forth in the standing rules, payable on or before August 1 and delinquent from August 14.
- 4.4. Assessments
Assessments may be authorized by a two-thirds (2/3) vote at a council meeting.

- 4.5. Registration Fees
The registration fees for council meetings shall be as set forth in the standing rules.
- 4.6. Expenses
Expenses for officers, standing committees and council speech contest 1st and 2nd winners' allowances shall be as budgeted and paid by the treasurer upon presentation of itemized bills.

ARTICLE 5

- 5. Status of Council
- 5.1. Structure
Member clubs shall determine the administrative structure and support of this council.
- 5.2. Administrative Unit Option
This council may choose to become an administrative unit by fulfilling the following requirements:
 - 5.2.1. Prior to the end of the term, affirm this choice by a two-thirds (%) vote of the member clubs and notify the region board of its intention.
 - 5.2.2. Conduct an election for the position of administrator.
 - 5.2.3. The notification to region shall include the name of the member who has been elected by the member clubs to serve as administrator.
 - 5.2.4. A council reverting to the regular council structure shall notify the region board of its intention and elect council officers at its first meeting.
- 5.3. Consolidation, Realignment or Dissolution of Council
This council may dissolve or be realigned or consolidate with one or more councils at the option of member clubs and as negotiated with the region board. The region board shall be the final approval authority for such actions and for the transferal or distribution of funds remaining in the treasury of each council.

ARTICLE 6

- 6. Elected Officers
- 6.1. Elected Officers
 - 6.1.1. The officers of this council shall be a president, first vice-president, second vice-president, secretary and treasurer or secretary-treasurer.
 - 6.1.2. Officers shall maintain active club membership or member-at-large status during the term.
 - 6.1.3. An officer is eligible to hold office at club or region but not at international level.
- 6.2. Duties of Elected Officers
 - 6.2.1. The president shall:
 - 6.2.1.a Assist clubs within the council.
 - 6.2.1.b Arrange for council meetings allowing time for business and educational sessions.
 - 6.2.1.c Preside at all council and board meetings.

- 6.2.1.d Appoint all standing committees except the nominating committee, a parliamentarian and an editor, with approval of the council board.
- 6.2.1.e Appoint special committees as required with the approval of the council board.
- 6.2.1.f Be an ex-officio member of all committees except the nominating committee.
- 6.2.1.g Co-sign all vouchers issued for financial obligations incurred by the council.
- 6.2.1.h Arrange for annual management training for club officers and standing committees.
- 6.2.1.i Supervise publication of a council newsletter.
- 6.2.1.j Have general supervision of council activities.
- 6.2.2. The first vice-president shall:
 - 6.2.2.a Preside at meetings in the absence of, or at the request of, the president
 - 6.2.2.b Be chairman of the program-education committee.
- 6.2.3. The second vice-president shall be chairman of the PREM committee.
- 6.2.4. The secretary shall:
 - 6.2.4.a Record the minutes of the council and board meetings.
 - 6.2.4.b Send draft copies of minutes to the president, parliamentarian and the minutes approving committee within 15 days of a meeting.
 - 6.2.4.c Conduct correspondence as directed by the president or council board.
 - 6.2.4.d Keep the roster up to date.
 - 6.2.4.e Compile the report of the board of directors for the final meeting, which shall then become the official history of the council.
- 6.2.5. The treasurer shall:
 - 6.2.5.a Collect dues and fees, and deposit in a bank and/or a post office account established in the name of the council.
 - 6.2.5.b Record all receipts and disbursements.
 - 6.2.5.c Pay bills, co-signed by the president, for financial obligations incurred by the council upon authorization by the council board.
 - 6.2.5.d Send delinquency notices to clubs whose dues have not been paid, and as needed thereafter.
 - 6.2.5.f Submit books and financial statement for audit at the end of the fiscal year and/or upon request of the council board.
 - 6.2.5.g Be an ex-officio member of the budget and finance committee.
- 6.2.6 General Duties
 - 6.2.6.a Each officer shall prepare an annual written report.
 - 6.2.6.b Permanent records of each office shall be transferred to successors by August 1.
 - 6.2.6.c Perform such other duties as may be required.

ARTICLE 7

- 7. Nominations and Elections
 - 7.1. Nominations
 - The nominating committee shall:
 - 7.1.1. Be composed of 3 active members from 3 different clubs in good standing, to be elected not less than 60 days prior to the council election of officers.
 - 7.1.2. Request nominations from member clubs for council office. The committee may

actively seek qualified members as candidates for office.

- 7.1.3. Verify candidates' qualifications and requirements for office.
- 7.1.4. Obtain from each candidate, written consent to serve if elected.
- 7.1.5. Submit a list of names and qualifications of candidates in writing to member clubs not less than 30 days prior to the election.
- 7.2. Nominations from the Floor
Nominations may be made from the floor by delegates-to-council provided the nominees are present or have given written consent to serve if elected.
- 7.3. Requirements All officers shall:
 - 7.3.1. Be active members of clubs in good standing within the council when elected, or of a club entering the council at the next fiscal year, or a member-at-large, upon payment of applicable dues and fees.
 - 7.3.2. Have held elected club office.
 - 7.3.3. Be nominated by the club of which they are a member, or in the case of a member-at-large, be nominated by a club within the council.
- 7.4. Election of Officers
 - 7.4.1. Election of officers shall be held at a meeting of the council, which shall be determined by the board. Installation shall take place at the last meeting.
 - 7.4.2. Election shall be by ballot except that when there is but one candidate for office the chair can declare that the nominee is elected.
 - 7.4.3. A majority of the votes cast shall be necessary for election. If any ballot does not show a majority, the candidate having the fewest number of votes shall be dropped from the ballot and re-balloting continue until a candidate receives a majority vote.
- 7.5. Term
 - 7.5.1. Officers shall be elected for one (1) year and may serve no more than two (2) years in the same office.
 - 7.5.2. Officers shall serve as provided in 1. above or until a successor takes office, or until removed by resignation, death or by adoption of a motion by member clubs with notice and a two-thirds (2/3) vote.
 - 7.5.3. A council officer who is elected when a member of a club in good standing may complete the term of office even though the club's status may change or the member applies to ITC for member-at-large status.
- 7.6. Vacancies
A vacancy in the office of president shall be filled by the first vice-president. Other vacancies shall be filled by a two-thirds (2/3) vote of the council board.

ARTICLE 8

- 8. Appointed Officers
 - 8.1. Appointed Officers
 - 8.1.1. The appointed officers of this council shall be a parliamentarian and an editor.

- 8.1.2. The officers shall maintain active club membership or member-at large status during the term.
- 8.2. Duties of Appointed Officers
 - 8.2.1. The parliamentarian shall:
 - 8.2.1.a Advise the president and members on parliamentary procedure when requested.
 - 8.2.1.b Attend council board meetings if requested by the council board.
 - 8.2.1.c Attend council business meetings.
 - 8.2.1.d Perform such other duties as may be required.
 - 8.2.2. The editor shall compile and edit the council newsletter under the supervision of the president.
 - 8.2.3. General Duties.
 - 8.2.3.a Each officer shall prepare an annual written report.
 - 8.2.3.b Permanent records of each office shall be transferred to successors by August 1.

ARTICLE 9

- 9. Meeting and Voting
 - 9.1. Meetings
 - The number of meetings shall be at the discretion of the Delegates to Council and as set forth in the standing rules.
 - 9.2. Purpose of Meetings
 - The purpose of the council meetings shall be to:
 - 9.2.1. Conduct the business of the council.
 - 9.2.2. Receive reports from council officers and standing committees.
 - 9.2.3. Educate in oral and written communication, leadership training and organizational techniques.
 - 9.2.4. Elect the officers.
 - 9.2.5. Hold the council speech contest.
 - 9.3. Voting
 - The voting method for this council shall be:
 - 9.3.1. Each member club in good standing shall be entitled to one (1) delegate-to-council carrying one (1) vote, or in the absence of a delegate-to-council, by an authorized alternate.
 - 9.3.2. Where any member club in good standing is unable to be represented at a council meeting by one of its own members, as specified above, that club may authorize any member to act as its accredited delegate.
 - 9.3.3. No member shall act as delegate or alternate for more than one member club.
 - 9.3.4. Council officers shall be without vote in the council meeting, except where acting as a delegate for a member club.
 - 9.3.5. Only delegates-to-council shall be entitled to make motions, nominate from the floor or vote at council meetings, but all members may speak.
 - 9.3.6. A member-at-large shall be entitled to vote if appointed as a delegate for a member club.
 - 9.4. Quorum
 - The quorum of this council shall consist of a majority of the member clubs in good

standing. When business is conducted by mail, the quorum shall consist of two-thirds (2/3) of the member clubs in good standing.

ARTICLE 10

10. Board of Directors

10.1 Composition

The board shall be composed of the elected officers.

10.2 Meetings

Meetings of the board shall be held at the call of the president. Two or more members of the board may call a meeting should the president fail to do so.

10.3 Authority

10.3.1. The board may transact business as necessary between council meetings, either in-person, by mail, or by electronic means, subject to ratification of the delegates-to-council.

10.3.2. The board shall receive applications from any two (2) or more clubs within the council to consolidate or merge, provided each club has, by a two-thirds (2/3) vote, after previous notice, adopted a resolution authorizing consolidation or merger. All funds in the treasury of each club shall be transferred to the new club treasury.

10.3.3. The board shall approve the budget submitted by the budget and finance committee.

10.4 Quorum

A majority of the board shall constitute a quorum, either in-person, by mail, or by electronic means.

ARTICLE 11

11. Committees and Their Duties

11.1 Standing Committees

The standing committees of this council shall be Accreditation, Audit, Budget and Finance, Bylaws and Resolutions, Minutes Approving, Nominating, **PREM (publicity, extension, membership)**, Program-Education and Speech Contest and Website.

11.2.

11.2.1. Duties of Standing Committees

11.2.1.a The chairman of the accreditation committee shall:

supervise accreditation within the council according to policies stated in the ITC Accreditation Manual.

11.2.2.

11.2.2.a The audit committee shall:

Audit the treasurer's books at the end of the fiscal year and/or at the request of the council or council board

11.2.2.b

Submit a written report and financial statement to the council board when the audit is completed.

11.2.3.

11.2.3.a The budget and finance committee shall:

11.2.3.b Prepare the council budget and submit it to the council board for approval.

Review the budget at mid-year and make recommendations for amendment if

- 11.2.4. necessary.
- 11.2.4.a. The bylaws and resolutions committee shall:
 Incorporate mandatory changes resulting from action taken at the ITC
 11.2.4.b convention and at a region conference.
 Request and receive resolutions and amendments to the council bylaws and
 11.2.4.c standing rules from member clubs in good standing, council standing
 committees and the council board of directors.
 11.2.4.d Coordinate similar resolutions and amendments.
 Submit all coordinated resolutions and amendments to the council board of
 directors and to member clubs at least thirty (30) days prior to the council
 11.2.4.e meeting when voting will take place.
 Present all proposed resolutions and amendments at the council meeting
 11.2.4.f following notice.
 Verify with the council secretary and parliamentarian the changes adopted;
 edit bylaws and standing rules as amended.
- 11.2.5 The minutes approving committee shall approve the minutes of each council meeting.
- 11.2.6 The nominating committee shall serve as outlined in ARTICLE 7, 7.1.
- 11.2.7 PREM committee shall:
 Take active parts in **publicity, extension and membership** throughout the council, as outlined in the Region PREM Policies and the PREM Committee Manual.
- 11.2.8. The program-education committee shall:
 11.2.8.a Plan the educational programs at the council meetings.
 11.2.8.b Plan a training session for club officers and committee chairmen (Club Management Training).
 11.2.8.c Foster the clubs in developing the ITC mentoring program.
- 11.2.9. The speech contest committee shall conduct the speech contest in accordance with the ITC speech contest rules as published.
- 11.2.10 The Website Committee shall be responsible for the Council No.2 website, as directed by the Council Board.
- 11.2.11. General Duties
 11.2.11.a Each chairman shall prepare an annual written report.
 11.2.11.b Permanent records of each committee shall be transferred to successors by August 1.
 11.2.11.c Perform such other duties as may be required.
- 11.3. Other Committees
 The council board shall determine other committees as required and assign duties according to the needs of the council.

ARTICLE 12

12. Parliamentary Authority

- 12.1. ROBERT'S RULES OF ORDER NEWLY REVISED (current edition) shall apply on all questions of procedure and parliamentary law not specified in these bylaws.

ARTICLE 13

13. Amendments

- 13.1. This council shall adopt and be governed by its own bylaws and standing rules, which are not in conflict with region and ITC bylaws and standing rules.
- 13.2. These bylaws may be amended at any regular meeting by a two-thirds (2/3) vote, or by a mail vote with two-thirds (2/3) of all member clubs in good standing voting in favor of the amendment. All amendments must be presented in writing to member clubs at least thirty (30) days prior to the voting.
- 13.3. If any amendments to the ITC bylaws make a corresponding amendment to these bylaws necessary, or cause them to be in conflict with ITC bylaws, these bylaws shall be deemed to be amended automatically according to amendments adopted by vote of the ITC convention body.

Rewritten in decimal format November, 2005
Amended 2010
Amended April 5, 2011
Amended automatically: November, 2011
Amended July, 2015
Amended automatically: May.2016

**Council No.2
JAPAN REGION**

STANDING RULES

1. Council No.2 of the Japan Region Bylaws and Standing Rules shall be officially stated in Japanese.
2. The Council meetings shall be held at the discretion of the Delegates to Council, and at least twice a term.
3. The annual dues:
 - 3.1 Annual dues shall be ¥4,000 per member.
 - 3.2 Annual dues shall include the cost of the Newsletter.
 - 3.3 Annual dues shall be payable by the club treasurers on or before August 1, and delinquent August 14. Members entering after February 1 shall pay half of annual dues. Members entering after June 1 and before July 31 shall pay annual dues for the next fiscal year, but pay actual cost for the Newsletter for the remainder of that year.
 - 3.4 Members with multiple membership of clubs in Council No.2 shall pay the annual dues for one membership through the treasurer of the initial club.
4. The secretary shall send copies of minutes to delegate-to-council if requested.
5. Registration fee shall be included in the announcement of each meeting. All registration fees shall be used for expenses of the council meetings.
6. The speech contest shall be conducted in both Japanese and English in principal.
7. The council budget shall be recorded in the Newsletter or sent to each club via the president's mail.
8. Condolences and congratulations shall be expressed when concerning a member of Council No.2. In other cases, it will be left to the Board.
9. These standing rules may be amended or rescinded by a majority vote at a council meeting if previous notice has been given, or by a two-thirds (2/3) vote without previous notice.

Rewritten November, 2005

Amended July, 2010