

Centurions Leadership Program Bylaws

Updated April 2018

I. Organizational Structure

A. Program Name: The Centurions Leadership Program

B. Chamber Affiliation: A program of the Greater Kansas City Chamber of Commerce, a Missouri 501(c)6 nonprofit organization. As a KC Chamber program, the Centurions program is subject to the Greater Kansas City Chamber of Commerce's Bylaws, including Article III on limitations.

C. Principal Location: Within the office of The Greater Kansas City Chamber of Commerce, located at 30 West Pershing Road, Suite 301, Kansas City, Missouri, 64108.

II. Program Mission and Purpose

A. Mission: To prepare a representative cross-section of the community's emerging leaders for their role in shaping the future of Greater Kansas City.

B. Implementation: The Centurions program mission is achieved by: Acquainting members with current community issues;

Providing a framework for meeting other current and future community leaders,
Promoting greater awareness of community resources,
Exploring diversified segments of metropolitan Kansas City, and
Offering avenues to become more civically involved through Centurions-supported service projects or other civic opportunities presented to Centurions members.

III. Membership

A. Types and Duration

-First Year Class: August 1 through June 30 [Fall Start]; March 1 through January 31 [Spring Start]

-Second Year Class: July 1 through June 30 [Fall Start]; February 1 through January 31 [Spring Start]

B. Applicant Criteria

1. Applicant Requirements: Companies employing program applicants must be members in good standing of the Greater Kansas City Chamber of Commerce. Both company and applicant must pledge in writing their commitment to devote the time and effort necessary for the applicant's participation in the program.

A company may allow for more than one person to apply with the signature of their CEO. However, in order to ensure program diversity, no more than one person from any company or organization may participate in any particular cohort of the program in any consecutive two-year period unless a job change occurs for an active Centurion that results in employment with a company represented by an already active Centurion. A company or organization may have a representative in each cohort (Fall Start and Spring Start) at the same or overlapping times.

2. Qualifications: Applicants should demonstrate proven success in their fields, show evidence of willingness for community involvement, and exhibit a desire to assume an expanding role in community affairs.

C. Selection Process

1. Written Applications: By April 15 of each year for the Fall Start cohort and by December 15 of each year for the Spring Start cohort, applications for the following year's program shall be made available by the Greater Kansas City Chamber of Commerce. Applications shall be returned to The KC Chamber no later than the close of business on June 1 of each year for application to the Fall Start cohort and January 1 of each year for application to Spring Start cohort. After June 1 and January 1 respectively, Recruiting Committee members will score the written applications to their respective cohorts, according to requirements established by The KC Chamber.

2. Applicant Interviews: After June 1 and January 1, each applicant who has submitted a written application shall be interviewed by a panel composed of Centurions actives from the cohort to which the applicant has applied and alumni. Each interviewer will score the applicant using criteria established by The KC Chamber and the Recruiting Committee from the cohort to which the applicant has applied.

3. Scoring: At the conclusion of applicant interviews, the Centurions program manager will compile the written application and interview scores of each applicant and establish a rank order list for presentation to the Selection Committee.

4. Selection Committee: The following individuals, if available, shall make up the Selection Committee (active Centurion members of this Committee shall be from the cohort to which the applicants have applied and not from both cohorts, Fall and Spring):

- a. President of the Greater Kansas City Chamber of Commerce
- b. Current KC Chamber Board of Directors chairperson
- c. Incoming KC Chamber Board of Directors chairperson
- d. Incoming KC Chamber Board of Directors vice-chair
- e. Outgoing Steering Committee chairperson
- f. Incoming Steering Committee members
- g. Current Centurions Alumni Association president
- h. Outgoing Recruiting Committee chairperson(s)
- i. Centurions program director

The Selection Committee shall strive to select individuals who represent a broad cross-section of the community and shall establish the incoming year's class size —typically 35-40 persons. This meeting shall be held on or before July 31 (Fall Start) and February 28 (Spring Start) to establish the first-year class for the upcoming program year.

D. Member Requirements and Responsibilities

-Payment of annual tuition fees by Centurion or employing company prior to each program year's retreat,

-Attendance at the annual retreat (including overnight stays) during each program year,

-Attendance at full-day task force meetings held the second Tuesday of each month from October through June during each program year (Fall Start) or the fourth Friday of each month from May through January (Spring Start),

-Completion of at least 20 hours of Centurions-supported community service projects per program year;

-Active participation in the work of the committee and task force to which Centurion is assigned during each program year

-Active participation in the work of the legacy project during each program year, 3 hours required.

-Continued employment by a KC Chamber member company in good standing during participation as an active Centurion, and

-Full time residency in the Greater Kansas City area during participation as an active Centurion.

E. Tuition: Tuition shall be established for the forthcoming program year by the Greater Kansas City Chamber of Commerce. Tuition payments shall be due prior to each program year's annual retreat. Tuition payments, once received, shall not be refundable for any reason, including removal. Applicants to the program whose situation precludes the ability to meet the financial obligations to the program should indicate the need for financial assistance to The KC Chamber. The offer of financial aid will be awarded pursuant to the information set forth below.

F. Financial Assistance and Scholarships

1. Scholarships: Scholarships will be determined by vote of the Steering Committee.

2. Purpose: The Steering Committee shall be responsible for awarding all Centurions program general scholarships on a year-by-year basis. The committee shall determine awards no later than the first meeting of the Steering Committee in any given program year by determining the following:

The number of scholarships to be awarded to members of the active Centurions classes,

The recipients of the scholarships from those in the active Centurions classes seeking financial assistance, and

The amount of each scholarship awarded. No scholarship shall exceed half of the Centurions program tuition.

3. Term: All general scholarships shall be awarded for a one-year term.

G. Removal: The Steering Committee may remove any active Centurion from the program for any of the following reasons:

-Failure to pay tuition prior to the annual retreat,

-Missing any portion of the annual retreat,

-Missing any portion of three task force meetings in one program year, excluding any multi-day task force trips,

-Failure to participate in at least 20 hours of Centurions-supported community service projects per program year,

-Failure to actively participate in the work of the committee and task force to which the participant is assigned,

-Failure to actively participate in the work of the legacy project,

-Failure to maintain employment with a KC Chamber member company in good standing,

-Failure to reside in the Greater Kansas City area during participation as an active Centurion, or

-Unethical behavior as it relates to participation in Centurions activities or programming.

The Steering Committee may stipulate otherwise by majority vote.

IV. Voting

A. Quorum: Half of the active Centurions membership of an affected cohort when voting on matters including Steering Committee membership or special matters presented by the applicable Steering Committee; Half of all active Centurions from each cohort for amendment to program bylaws as set forth in Article IX.

B. Matters Requiring Vote: The following matters shall require a vote of active Centurions members:

-Steering Committee membership

-Amendment to program bylaws, and

-Special matters presented by the Steering Committee.

C. Notice Requirements: Unless otherwise provided in these program bylaws, notice shall be given to all active Centurions of any matter requiring a vote, unless scheduled for presentation at a regularly scheduled task force meeting or annual retreat. Such notice shall be communicated and distributed to active Centurions at least 10 days in advance.

D. Matters Requiring Quorum and Majority Vote:

1. Second-Year Steering Committee Membership: Members running for steering must be physically present at elections. Written ballots to all eligible voters in attendance must be provided, and the three nominees receiving the most votes shall be elected. Proxy voting is not an option. No quorum shall be required if 10 days' notice is provided to eligible voters or the vote is held during a regularly scheduled meeting.

2. Amendment to Program Bylaws: Refer to Article IX below.

3. Other Matters: Matters for which notice has been given shall require no quorum. Matters that are called to a vote at regularly scheduled meetings for which no notice of vote was required or given shall require a quorum of all active Centurions. A majority vote shall govern.

V. Program

A. General Content: The Centurions program is directed in accordance with these program bylaws and the bylaws of the Greater Kansas City Chamber of Commerce. A core curriculum developed by the Curriculum Committee and presented by active Centurions members at the retreat and at regularly scheduled task force meetings shall be designed to provide awareness, understanding, and action in the areas deemed appropriate by the Centurions membership and the Greater Kansas City Chamber of Commerce each program year.

B. Annual Retreat: A retreat shall be held each year to orientate new members to the Centurions program and to plan for the upcoming year.

1. Retreat Committee: The retreat coordinator(s) shall establish a committee of active Centurions to coordinate all aspects of the following year's annual retreat. This committee's responsibilities shall include making arrangements for lodging and meals and planning the retreat agenda in coordination with the Steering Committee.

C. Task Force Assignments: All active Centurions shall be required to participate in the planning and execution of at least one task force, with the exception of second-year Steering Committee members.

D. Committee Assignments: All active Centurions shall be required to participate in committee work through an assigned standing committee.

E. Projects Requirement: During each program year, all active Centurions are required to participate in a minimum of 20 hours of Centurions-supported community service projects and meet the required legacy participation commitment.

VI. Standing Committee Structure

A. Purpose: All standing committees run for the entirety of each program year. All active Centurions serve on at least one standing committee each program year.

B. Steering Committee

1. Responsibilities: A nine-person Steering Committee shall be the coordinating body for the Centurions program. This committee shall act as a clearinghouse for all standing committee and task force assignments, program activities, progress reports, and functions, as well as special assignments. The responsibilities of the Steering Committee shall be to coordinate and facilitate all programs, reports, appointments, and administrative functions of the Centurions program and to ensure that all acts are carried out in accordance with these program bylaws and the bylaws of the Greater Kansas City Chamber of Commerce.

2. Meetings: The Steering Committee shall publish notice of its monthly meetings. Steering Committee meetings are open to any active Centurions member except when the committee is in executive session. An executive session is a confidential meeting of the nine-person Steering Committee and others as requested by the committee. Any active Centurions member may request to meet with the Steering Committee in executive session.

3. Membership: The Steering Committee shall be composed of eight voting members and one non-voting member. The voting members include two elected members from the first-year class, three elected members from the second-year class, and three alumni members (immediate past Steering Committee chairperson, Centurions Alumni Association president, and actives liaison). The non-voting Steering Committee member is the treasurer.

-Steering Committee Chairperson: The chairperson shall be responsible for calling meetings of the committee, setting agendas for such meetings, and coordinating the flow of all Centurions business. The chair shall heed the suggestions of any committee member majority in the administration of the chair's office.

-Treasurer: The treasurer shall be appointed by the Steering Committee chairperson prior to June 30 (Fall Start) and March 1 (Spring Start). Said appointment shall expire at the end of that class year. This office shall be responsible for maintaining the accounts and records of Centurions program funds, overseeing adherence to the budget as developed, and making a report at each Steering Committee meeting. The financial records kept by this office shall be available for inspection by any Centurion upon reasonable request.

4. Selection

a. First-Year Members: First-year Centurions shall elect first-year Steering Committee members during the annual retreat or no later than September 30 (Fall Start) or April 30 (Spring Start) of each program year. Nominations for election shall be made in any manner deemed fit by the Steering Committee. Such selections shall be made effective immediately.

b. Second-Year Members: Incoming second-year members shall elect second-year Steering Committee members no later than June 30 (Fall Start) or January 31 (Spring Start) of each program year. If necessary, the notice requirements as set forth under Article IV shall be met. Written ballots must be provided to all eligible voters in attendance, outgoing second-year Steering Committee members shall tabulate the votes, and the three nominees who must be present to be eligible to run receiving the most votes shall be elected to the Steering Committee. The newly elected Steering Committee members shall take office at the graduation of the preceding class.

c. Steering Committee Chairperson: After the three incoming second-year Steering Committee members are elected, a second-round ballot shall be cast by incoming second-year members to determine the Steering Committee chairperson. The chairperson shall be elected to serve during the next program year, but no later than the following June 30 (Fall Start) or January 31 (Spring Start). The chairperson will be responsible for determining an active Centurion's participation in the Centurions Alumni Association Board meetings.

d. Alumni Members: The immediate past Steering Committee chairperson, Centurions Alumni Association president, and active liaison shall serve on the Centurions Steering Committee.

5. Term: All Steering Committee terms shall be for one program year and shall expire on or before June 30 (Fall Start) or January 31 (Spring Start).

6. Interim Committee: Prior to the selection of first-year Steering Committee members, the second-year and alumni members of the committee shall have the power of the full committee.

7. Representative to the Alumni Association: The immediate past Steering Committee chairpersons of the Centurions program shall serve on the Board of Directors of the Centurions Alumni Association.

8. Vacancy or Removal: Any Steering Committee position, if vacated, shall be filled by the method designated for original election or appointment. Any person holding a Steering Committee position may be removed by a majority vote of the Steering Committee for any of the reasons stated in these program bylaws.

C. Other Standing Committees - General Requirements

1. Purpose: Centurions business shall generally be submitted to the appropriate standing committees for recommendation of action. Matters to be brought before the Centurions membership from standing committees shall require the consideration, approval, and recommendation of the appropriate committee(s) before those matters are submitted to the Steering Committee and active Centurions members. Matters submitted to the Centurions membership will be referred to the appropriate committee by the Steering Committee. In order to facilitate transactions of business and to ensure that matters are considered on a timely basis, the Steering Committee may withdraw matters from a standing committee as appropriate.

2. Membership and Selection: The Steering Committee shall make all standing committee chairperson(s) and member appointments. The Steering Committee shall solicit all active members to determine their committee interest and shall thereafter make appropriate appointments. Incoming second-year members shall be appointed by July 31 (Fall Start) or February 28 (Spring Start). The Steering Committee is to assist standing committee chairs and members in the facilitation of their assignments and tasks. Incoming first-year members shall be solicited and appointed to standing committees by the Steering Committee at the annual retreat.

a. Standing Committee Chairpersons: Chairpersons shall be selected by the Steering Committee by July 31 (Fall Start) or February 28 (Spring Start) and shall serve throughout the duration of the Centurions program year. Chairs shall be responsible for calling meetings of the committee, setting agendas for such meetings, and generally coordinating the flow of Centurions business through committees. Chairs shall heed the suggestions of any committee member majority in the administration of said chair's office.

3. Term: All committee membership shall run for the duration to a program year and shall conclude on or before June 30 (Fall Start) or January 31 (Spring Start).

4. Vacancy or Removal: Any standing committee position, if vacated, shall be filled by the method designated for original election or appointment. Any person holding a Standing Committee position may be removed by a majority vote of the Steering Committee for any of the reasons stated in these program bylaws.

D. Other Standing Committees - Responsibilities

1. Communications Committee: This committee shall actively promote awareness of the Centurions program in the community and shall strive to provide recognition of Centurions activities and projects when and where appropriate. The committee is responsible for coordination and production of all Centurions communications. The committee shall coordinate with all other committees to remain aware of activities that may be newsworthy and coordinate with The KC Chamber's Communications Department to obtain assistance in promoting Centurions visibility.

2. Community Leadership Committee: This committee shall serve as a clearinghouse between Centurions desiring to serve on boards, commissions, or civic committees and groups seeking new members. This committee shall organize board training, leadership training, and leadership up close and other programs as requested.

3. Curriculum Committee: This committee shall guide, direct, and participate in the program's curriculum

development. The committee's responsibilities include planning for the structure and content of task force meetings and developing task force topics for the following program year. The committee will provide a summary of the TF days and annual report.

4. Diversity Committee: This committee shall guide all members in engaging in diversity initiatives that support the goal of enhancing the environment for diversity, inclusion, and equity across the program.

5. Projects Committee: This committee is responsible for identifying worthwhile projects in which Centurions may participate and developing the procedures by which projects are selected for Centurions support.

6. Recruiting Committee: This committee shall coordinate the mentor program for active Centurions. This committee is primarily responsible for coordinating the recruitment of viable candidates for the program, as well as for the content of the written applications and for special events for recruitment such as the Centurions Leadership Awards Reception.

7. Social Committee: This committee shall plan and promote social activities in which active Centurions may become acquainted with other Centurions, including alumni.

8. Legacy Committee: This committee shall help facilitate the legacy project selection for each program year and set guidelines and expectations as it relates to completion of the chosen legacy project for each program year.

VII. Task Force Structure

A. Purpose: To provide insight into prevalent and pertinent issues of the greater Kansas City community by participative research and subsequent presentation of those issues. Each program year will consist of eight single-day task forces and a multi-day task force meeting.

B. Topics: Topics shall be determined by the prior year's Curriculum Committee, with input by all Centurions and presented to the Steering Committee no later than the June Steering Committee meeting.

C. Membership: Each active Centurion, with the exception of second-year Steering Committee members, will serve on at least one task force during each program year.

D. Task Force Chairpersons: Chairpersons shall be selected by the Steering Committee by July 31 (Fall Start) or February 28 (Spring Start). Chairs shall be responsible for calling meetings of the group, setting agendas for such meetings, and generally coordinating the flow of Centurions business through task force groups. Chairs shall heed the suggestions of any task force group majority in the administration of the chair's office.

E. Selection: The Steering Committee shall select second-year task force chairpersons and members by July 31 (Fall Start) or February 28 (Spring Start) and first-year members at the annual retreat, based upon need and taking into consideration the interests of each Centurion.

F. Term: Each task force group shall be active from its initiation until the completion of its task force meeting and its final reporting to the Centurions program manager.

G. Vacancy or Removal: Any task force position, if vacated, shall be filled by the method designated for original election or appointment. Any person holding a task force position may be removed by a majority vote of the Steering Committee for any of the reasons stated in these program bylaws.

VIII. Administration

A. Centurions Program Manager: The Centurions program is organized in a structure requiring routes of communication, administrative control, and record keeping. This position shall be responsible for compiling and maintaining the Centurions bylaws, policies, and procedures, task force reports, committee reports, speaker lists, and generally keeping a library of Centurions program information and resources. This position shall be used as a correspondent for Centurions business. All reports, records, and information kept by this office shall be available for inspection and copying by any Centurion upon reasonable request.

B. Funds: Centurions program funds shall be administered by the treasurer with Steering Committee approval, taking into consideration the recommendations of standing committees, task force groups, and the membership as a whole. Funds shall be held in an account at a federally-insured financial institution.

C. Budget and Fiscal Year: The fiscal year for financial matters of the Centurions program shall be from August 1 to July 31 (Fall Start) and March 1 to February 28 (Spring Start) of each year. Budgets to coincide with the fiscal year shall be prepared by the treasurer, with input from all standing committees, task force groups, and the membership, and shall be approved and finalized by the Steering Committee, prior to being submitted to The KC Chamber's Board of Directors for approval.

D. Accounting: The treasurer shall prepare, or cause to be prepared, an annual accounting of the sources and uses of Centurions program funds. Such accounting is to be submitted to the Steering Committee for approval by September 15 (Fall Start) or April 15 (Spring Start) of each year. A financial report shall be made to the membership at the first scheduled monthly meeting of each program year.

E. Contracts: Centurions members shall not enter into contracts binding the Centurions membership or its funds. All transactions requiring contractual arrangements shall be made by the Centurions program manager or other KC Chamber representatives authorized to agree to such arrangements on behalf of The KC Chamber.

IX. Amendments to Program Bylaws

A. The program bylaws may be amended at any time by presentation of an amendment to the membership for a majority vote. Such amendments shall be called to a vote by either Steering Committee by its own action or by a coalition of any 10 active members. A vote shall be valid only after 10 days' notice if a special meeting is held, or if taken at a regularly scheduled meeting. Cohorts may vote separately or in a joint session, but in either case, half of the active members of each cohort shall be required to establish quorum. Amendments so passed shall take effect immediately upon passage by both cohorts unless otherwise stated within such amendment.