

CONSTITUTION OF THE INTERNATIONAL CLUB

ARTICLE I - NAME

This organization will be known as the ERC International Club, hereinafter referred to as the "Club".

ARTICLE II - PURPOSE

Section 1 - Mission – Help ECC's globalization process by promoting international awareness and understanding.

Section 2 – Vision – Learning, teaching, using, and enjoying the world's cultures and languages for the improvement of ourselves, our communities, and our company

Section 3 – Purpose – Provide an environment within the community that encourages cultural exchange and the development of foreign language skills through a variety of programs and events.

ARTICLE III - OFFICERS

The officers shall consist of: the Chairman, the Immediate Past Chairman, the Secretary, the Treasurer, the Language Program facilitator, the Cultural Program Facilitator, the Social Events Facilitator, and the Membership and Publicity Facilitator. The Steering Committee will consist of these eight voting officers and one non-voting member, the ERC Representative, appointed by the Facilities Representative. The ERC Representative may simultaneously serve as the ERC Representative and as one of the seven officers, if duly elected by the Club. All references to masculine gender are intended to be generic.

ARTICLE IV - MEMBERSHIP

Section 1 - Club membership shall be limited to employees of Eastman Chemical Company, approved Eastman Contractors and Retiree's of Eastman Chemical Company/Kodak and Holston Defense Corporation.

Section 2 - No person other than specified in Section 1 can participate as a member of the club with the exception of dependents who will participate as "associate members". The "associate member" cannot vote or hold an elected office in the Club. Membership in ERC is a prerequisite to membership in the Club. Grandchildren are not eligible for membership.

Section 3 - Termination of employment (Eastman Chemical Company retirees excluded) in any of the companies shall act as termination of membership in the Club and shall operate as a release of all rights, title, and interest in the property, effects and assets of the Club.

ARTICLE V - MEMBERSHIP PRIVILEGES

Section 1 – Regular members may participate in all the Club activities, including voting and holding an elected office. In order to participate in Club activities on ECC premises, such as a lunch club, they must abide by all Eastman safety and security procedures for employees or retirees.

Section 2 – Associate members may participate in all the Club activities other than voting and holding an elected office. In order to participate in Club activities on ECC premises, such as a lunch club, they must abide by all Eastman Safety and security procedures for visitors.

Section 3- Non-members may be included in the newsletter mailing list and may participate in Club activities. In order to participate in Club activities on ECC premises, such as a lunch club, they must abide by all Eastman safety and security procedures for visitors.

ARTICLE VI – DUES AND POSTAGE

Dues for regular members and associate members shall be \$2.00 per year payable after January 1 of each year. Non-members may be included on the Club mailing list by paying postage of \$3.00 per year to the ERC International Club, Eastman Employee Center, P.O. Box 511, Kingsport, Tennessee 37662

ARTICLE VII - MANAGEMENT

The Club is governed by a Steering Committee composed of the eight officers and the ERC Representative described in Article III above. The Steering Committee shall hold meetings as required to make such rules and regulations for the guidance of the members of the Club as are deemed necessary and are not herein determined.

ARTICLE VIII - QUORUM

Four officers of the Steering Committee shall constitute a quorum for Steering Committee meetings.

ARTICLE IX - ACTIVITIES

All activities of the Club shall be conducted under the general guidance of the Recreation Representative or his designate. Activities will be planned, added, and deleted based on volunteers' participation and approval of the Steering Committee.

ARTICLE X - RESIGNATIONS

Resignation of members of officers remaining in the employ of the Company shall be submitted in writing to the Facilities Representative. Termination of employment (retirees excluded) from the Companies listed in Article IV, Section 1 shall be considered notice of resignation.

ARTICLE XI - REMOVAL OF OFFICERS AND MEMBERS

Any officer or member may be removed by a three-fourths vote of the full Steering Committee. The officer or member being removed must be notified prior to the Steering Committee meeting and will be given the opportunity to present their case prior to the vote. The decision will be irrevocable for the remainder of the current term.

BY-LAWS OF THE ERC INTERNATIONAL CLUB

ARTICLE I - DUTIES AND POWERS OF CHIEF EXECUTIVE OFFICER

The Chairman or his designate shall preside at all Steering Committee meetings of the Club. He shall be an ex-officio member of all committees. He shall sign papers that result from business transacted at any meeting of the Club, which in his judgment, are desirable and in the best interest of the Club. He may require such reports from the/any member of the Steering Committee which, in his judgment, are necessary and shall perform other duties incident to his office.

ARTICLE II - DUTIES AND POWERS OF OTHER OFFICERS

Section 1 – The Immediate Past Chairman will act as a consultant to the Chairman. He will also be an ex-officio member of all committees and may be assigned specific tasks by the Chairman. He will perform the duties of the Chairman in case of absence, the resignation, or the inability of the latter to act and shall perform other duties which may be assigned from time to time by the Steering committee.

Section 2 – The Secretary shall keep all necessary records (minutes) of the meetings of the Club; shall sign such papers as may be directed by the President; shall issue notice, in writing, to the Facilities Representative announcing the meetings of the Club; and shall poll the membership to generate the list of nominees for election of officers. The Secretary shall perform other duties which may be assigned from time to time by the Steering Committee or the Chairman.

Section 3 – The Treasurer shall keep records of all monies received and paid out by the Club and shall issue a financial report to the Steering Committee and Club members as necessary; shall order such equipment as may be needed by the Club or its members; and shall perform other duties which may be assigned from time to time by the Steering Committee.

Section 4 – The Language Program Facilitator shall help the Club encourage the learning of the World's languages; shall coordinate activities associated with language skills' and shall assist individuals or groups within the Club in planning, evolving, growing specific activities which are added/deleted based upon the number of volunteers and their interests. Examples of such activities are Lunch Clubs, Evening Classes, Conversation Groups, Club Library, Foreign Films, Visits to Area Schools, and the like.

Section 5 – The Cultural Program Facilitator shall help the Club provide a forum for people to learn about and enjoy the World's cultures; shall coordinate activities associated with World cultures; and shall assist individuals or groups within the Club in planning, evolving, growing specific activities which are added/deleted based upon the number of volunteers and their interests. Examples of such activities are Welcome Services; Cultural Events presented by various ethnic groups to share art, craft, history, music, food, etc. of their countries;

Promote People Exchange; Data Bank of International Resources in the Community; Amateur Radio Networking; and the like.

Section 6 – The social events facilitator shall help the Club provide interesting and fun activities to encourage interaction between people of various cultures; shall coordinate activities associated with World cultures; and shall assist individuals or groups within the Club in planning, evolving, growing specific activities which are added/deleted based upon the number of volunteers and their interests. Examples of such activities are Ethnic Food Dinners; International Holiday Celebrations; Singles Group; Travel Group; Participation in Community Activities like Fun Fest, Spring Fest, Jonesborough Days; and the like

Section 7 – The membership and Publicity Facilitator shall coordinate membership functions and maintain the Club's membership roster; shall coordinate activities, news releases, publications and the like, associated with informing the membership and the community of the Club's programs, accomplishments, and other news.

ARTICLE III - DUTIES AND POWERS OF EXECUTIVE COMMITTEE

The Steering committee shall be the governing body of the Club and shall make any and all decisions. The Steering committee shall work responsibly and closely with the ERC Recreation Representative. Club members, both regular and associate, are encouraged to offer activity suggestions to the Steering Committee for the continual improvement of the Club.

ARTICLE IV - MEETINGS

Section 1 – Regular Club meetings shall be held on an “as planned” basis with the time and place to be decided by the Steering Committee. Special meetings shall be called by the Chairman or upon written request to the Steering Committee of any five members of the Club. Notices shall be sent to all members informing them of the special meetings and the business to be transacted. Such notices shall be so sent that in the ordinary postal delivery they shall arrive at least twenty-four hours before the time therein set for the meeting. Only such business as is designated in the said notice shall be transacted at such special meetings.

Section 2 – Members present at regular and special Club meetings shall constitute a quorum for the transaction of business.

Section 3 – The Steering Committee shall meet upon due notice at such times and places as may suit its convenience, upon call of the Chairman, or upon request of a majority of its members. The order of business shall be such as the committee provides from time to time.

Section 4 – A quorum for a Steering Committee meeting shall consist of four officers. In the absence of a quorum the meeting shall adjourn to a later date.

ARTICLE V - VACANCIES OF OFFICERS

Whenever any vacancy shall occur among the Steering committee, the vacancy shall be filled by the Steering Committee in a timely manner from members of the club and the members so designated shall hold office until the next regular election.

ARTICLE VI - ELECTION OF OFFICERS

Section 1 – The Steering Committee has eight voting officers. The Chairman is elected for a two-year term and may not succeed himself. The Immediate Past Chairman post goes automatically to the outgoing Chairman. All other officers are elected for one-year terms and may succeed themselves. All terms begin January 1, and elections should be held no later than November 1 for the following calendar year.

Section 2 – The election of officers shall be by mailed ballot.

ARTICLE VII - AMENDMENTS TO CONSTITUTION AND BY-LAWS

To amend this Constitution and By-Laws the proposed amendments must be subscribed to by twenty-five percent of the membership and by them presented to the Recreation Representative, who shall bring it before the Steering Committee at the next meeting thereafter. In case the Steering Committee, by a three-fourths vote of the full Steering Committee, recommends its passage, the Secretary shall immediately send a copy of the amendment to the Club members, stating the time when it will be submitted for a letter ballot. Such time shall not be less than one (1) nor more than four (4) weeks from the date of approval by the Steering Committee. For passage the amendment must receive the affirmative vote of at least three-fourth of all those voting.

ARTICLE VIII - LIABILITY

Eastman Chemical Company (ECC) or the Eastman Recreation Club (ERC) is not liable for any accidents that might occur at any of the Club activities.

ARTICLE IX - PROPERTY RESPONSIBILITY

Damage to the property of the Club, other than ordinary wear and tear, shall be paid for by the member or members causing it. If and when the Club ceases to function, all property becomes the property of the Eastman Recreation Club.

ARTICLE X - EXPENDITURES

At least two officers of the Steering Committee must authorize any expenditure of Club funds. The Recreation Representative should be consulted if questions arise.

ARTICLE XI - DISSOLUTION

Upon the dissolution of the Club and the discharge of its debts and the settlement of its affairs, any funds and properties of the Club remaining thereafter shall become the property of the Eastman Recreation Club.