

*CONSTITUTION, BYLAWS, AND STANDING RULES
OF THE
DOWNERS GROVE JUNIOR WOMAN'S CLUB, INC.*

CONSTITUTION

ARTICLE I - NAME

This organization shall be known as the Downers Grove Junior Woman's Club, Inc., and shall be a member of the 5th Junior District Federation of Women's Clubs and the 5th District Illinois Federation of Women's Clubs and also the General Federation of Women's Clubs (GFWC).

ARTICLE II - OBJECT

The object of this corporation shall be to provide public and philanthropic services to the community and the Federation, to encourage self-improvement and through these, foster social relationships.

ARTICLE III - OFFICERS

Section1. The officers of this corporation shall be a President, a Vice President (President-Elect), a Secretary, and a Treasurer.

Section2. The Secretary and Treasurer shall be elected by the corporation to serve in their respective office for a term of one year, and shall serve no more than two consecutive terms in the same office. The Vice-President shall at her election by the corporation become the President-Elect, and shall at the expiration of her term as Vice-President automatically succeed to the presidency.

Section3. The candidate for Vice President shall have served at least one year on Board as chairman of a standing committee or as an executive board member. Exceptions may be made on a case by case basis with the approval of the current executive board.

Section4. The candidate for Treasurer must serve a minimum of 1 full year as an active member of club prior to the start of her term.

ARTICLE IV - ELECTIONS

Section1. The officers of the corporation shall be elected at the General Meeting no later than April and shall assume duties at the installation banquet in May.

Section2. The Nominating Committee shall consist of one Board member previously chosen by the Board, two active club members (Board or non-Board), and the immediate past President or another past President should the immediate past President not be available, each having been an active member not less than one year. One year minimum requirements may be waived with approval from the current executive board. The Nominating Committee will be formed in January. If more than two (2) non-Board members are nominated to the Nominating Committee, a ballot will be cast. The Parliamentarian and Secretary shall count the ballots unless one of them is the Board representative of this committee, at which time the President will appoint a replacement. The tallies will be kept confidential. The top two candidates receiving the most votes shall comprise the committee along with the Board representative. The Nominating Committee shall then appoint a chairman of the committee. These members may serve a maximum of two consecutive years on this committee. Members of the Nominating Committee shall be ineligible as candidates.

Section3. Nominations shall be accepted by and sought out by the Nominating Committee no later than the March General Meeting. The nominations must be put in writing. The Nominating Committee will notify all individuals that they have been nominated. The Nominating Committee shall be obligated to place all nominees that have met the requirements in Article III of the Constitution on the slate, but shall have the option to select additional candidates as well. The consent of the nominees to serve if elected shall have been obtained prior to presentation of the nominees. The Nominating Committee will present the slate no later than the April General Meeting.

Section4. Nominations from the floor will be accepted following the announcement of the nominees by the Nominating Committee, with the approval of the nominees.

Section5. At the meeting for the purpose of electing officers (see Article VI, Section 2), the vote will be taken in the following order: Vice-President, Secretary, and Treasurer. If more than one person is proposed for the same office, the vote shall be by electronic ballot. The board representative serving on the Nominating Committee and the chairman of the Nominating Committee shall count the ballots. The candidate receiving the plurality of the votes shall be declared the winner. The tallies will be kept confidential. Ballots and tally shall be kept by the Secretary for 60 days following the election and then be destroyed.

Section6. Absentee ballots can be issued to active members for election of officers only in the case no electronic ballot is offered. Absentee ballots may be obtained from the Secretary after nominations are closed and will be accepted for vote until 24 hours prior to the election. It is the

responsibility of the voter to obtain and submit their absentee ballot to the Secretary in due time. In addition, absentee ballots will be accepted and considered valid ONLY IF an acknowledgement from the Secretary has been made to the recipient. This is to ensure that your absentee email ballot has been received. All absentee ballots will be kept confidential in the tally.

Section 7. Vacancies in the offices of Secretary and Treasurer shall be filled by temporary appointments by the President. A special election will be held within two General Meetings. Vacancy in the office of Vice-President shall be filled by special election. The Nominating Committee shall reconvene and follow all previously defined election procedures in Article IV Sections 3 - 6, for the special election of the vacant office(s). Election shall be held at a General Meeting, previous notice of the election and candidate(s) having been given.

ARTICLE V - BOARD

Section 1 The Board of Directors shall consist of the elected officers of the corporation, known as the Executive Committee, the chairmen of the standing committees, the chairmen of special committees, the Parliamentarian and the Executive Board Advisor. All shall have one vote per committee, except the Parliamentarian, the Executive Board Advisor and the chairmen of special committees, who are non-voting members.

Section 2 The Board of Directors acts between meetings of the general membership and must report all pertinent information and recommendations to the membership.

Section 3 All programs and activities involving the membership at large shall have the approval of the Board of Directors.

Section 4 Board meetings shall be held once a month on the meeting dates determined by the President. The President may change a meeting date during the year as deemed necessary.

Section 5 Members may serve on Board as chairman of the same standing committee for a maximum of three consecutive years.

Section 6 No member of Board shall serve in two different Board capacities at the same time, except for Special Committee Chairmen.

Section 7 Members may serve on board as chairman of the same Special Committee for a maximum of three consecutive years

Section 8 If an issue needs to be addressed and voted on before the Board of Directors can come together at a regularly scheduled meeting, the Board of Directors is authorized to meet by web meeting so long as all voting members may participate. One-half of the membership of the Board shall constitute a quorum. The number of votes cast including abstentions determines verification of a quorum. The vote of each board member is submitted to the Secretary and recorded in the next board meeting minutes.

ARTICLE VI - MEETINGS

Section1. General Meetings of the corporation shall typically be held promptly at 7:30 p.m. on the fourth Tuesday of every month from August to May. General Meeting dates which conflict with the general interest of the corporation may be changed by the Board with written notice given to the members. The decision to suspend a meeting, as deemed necessary in an emergency, may be made by the President.

Section2. The meeting for the purpose of electing officers shall be held no later than April.

Section3. In the case of urgency, the Board of Directors or General Membership may meet and/or vote via email or other electronic means. The President will schedule the e-meeting and establish a quorum of either the Board of Directors or General Membership. At the request of the President, the Secretary shall serve as teller in case of any ballot/electronic vote. Such vote shall be ratified at the next regular meeting of the Board of Directors or General Membership.

ARTICLE VII - AMENDMENTS

This constitution may be amended at any General Meeting by a two-thirds vote of the *active* members. The Parliamentarian will publish a notice of the proposed amendment in the Newsletter prior to voting.

BYLAWS

ARTICLE I - DUTIES OF OFFICERS

Section1. The President shall:

- a. Preside at all meetings of the corporation and the Board;
- b. Have general supervision over the interests of the corporation;
- c. Be an ex-officio member of all committees except the nominating committee;
- d. Appoint a chairman of each committee and the Parliamentarian and Executive Board Advisor;
- e. Sign all authorized contracts, agreements and other obligations of the corporation in conjunction with the Treasurer in the name of the corporation;
- f. Appoint a committee of two or three for a biannual audit of the Treasurer's records;
- g. Be bonded prior to officer installation, else her eligibility for this office is forfeited;
- h. Oversee the compilation of the annual GFWC Illinois reports, along with the Vice President and Reporting Chairman, and the other officers, if necessary.

Section 2. The Vice-President shall:

- a. Be the President-Elect for the following year;
- b. Assist the President in her duties;
- c. Assume the duties of the President in her absence or inability to serve;
- d. Become President immediately if a vacancy occurs in the office of the President;
- e. Serve as a representative to all Federation meetings and may attend meetings of any standing committee;
- f. Serve as coordinator of all Federation projects;
- g. Oversee the compilation of the annual GFWC Illinois reports, along with the President and Reporting Chairman, and the other officers, if necessary.
- h. The Vice President shall sign all disbursement forms in order to verify the expense is a valid expense and accurately documented. In the absence of the Vice-President, the Secretary may sign all pertinent forms and documents.
- i. Assist the President with coordinating the Special Committees and Special Projects.
- j. Sit on the Program Committee as an advisor.

Section 3. The Secretary shall:

- a. Keep the minutes of all meetings;
- b. Have custody of all historical documents belonging to the club excluding incorporation papers and insurance papers;
- c. Prepare the ballots for the election of officers;
- d. Assist with the compilation of the annual GFWC Illinois reports, as required by the President;
- e. Assume the duties of the President/Vice-President in their absence or inability to serve;
- f. Be responsible for submitting the completed paperwork to bond the President and Treasurer, and for submitting paperwork to the insurance company before the installation of the Officers at May Banquet.
- g. Create a ballot, receive, tally, and report the results of any vote. The results will be kept for 60 days, and then destroyed;
- h. Handle the corporation's correspondence;

- i. Handle the website email and direct all incoming website messages to the proper club member;
- j. Send the names of the President and Secretary to the State Executive Secretary and the District President;
- k. Assist with the compilation of the annual GFWC Illinois reports, as required by the President.
- l. Keep the corporation calendar including monthly updates printed at each meeting or by email

Section4. The Treasurer shall:

- a. Be bonded prior to officer installation, else her eligibility for this office is forfeited;
- b. Receive all money and deposit same in a depository in the appropriate name of the Downers Grove Junior Woman's Club accounts;
- c. Keep an accurate record of all receipts and expenditures of the corporation for the entire fiscal year;
- d. Publish a Statement of Financial Position including a Statement of Cash Receipts and Disbursements in the monthly newsletter;
- e. Prepare and distribute at the November and April General Meetings an itemized statement of Year To Date net income and committee expenditures, to be compared with the approved annual budget;
- f. Sign all authorized contracts, agreements and other obligations of the corporation in conjunction with the President in the name of the corporation;
- g. Be a member of the Philanthropies and Annual Budget committees;
- h. Prepare the annual federal tax return by October 15 reflecting the fiscal year ending May 31;
- i. With Treasurer-elect, publish the proposed budget for the following year in the May Newsletter;
- j. Have custody of all audit, state, and Federal tax documents belonging to the club.
- k. The Treasurer-elect shall shadow the Treasurer for the period between her election and installation at May General to learn the Treasurer's duties. This would include attending Board meetings for the months of April and May prior to her installation.
- l. Shall have custody of all corporation papers, contracts and insurance papers of the corporations.

ARTICLE II - MEMBERSHIP

Section1.

- 1. Membership shall be made of four classes: active, inactive, associate, and prospective. Any change in status for active, inactive or associate members must be made in writing to the Membership Chairman.
 - a. An active member in good standing shall meet the following requirements:
 - 1. Pay required dues.

2. Attend a minimum of five General Meetings and or Club organized events, four of which must be General Meetings. A member in good standing may petition the Board in cases of extreme personal and/or medical emergencies for waiver of this rule.

3. Serve on at least one standing committee, support committee projects and attend a majority of committee meetings. The Executive Committee, with the exception of the Treasurer, and club members serving on State Board are not required to serve on a standing committee.

4. Be responsible for supporting the fundraisers and special events voted upon and approved by club members.

b. An inactive membership is available to a member in good standing who is unable to fulfill her responsibilities to the corporation. A request for inactive membership shall be presented in writing to the Membership Chairman and subject to Board approval. Inactive membership shall not exceed three years. Voting privileges and the right to hold office shall be forfeited. She may return to active status at any time without loss of seniority by notifying the Membership Chairman in writing. However no dues shall be refunded.

c. An associate membership is available to a member in good standing who has completed five Introductory/Active Club years of which twenty-four months must be with the Downers Grove Junior Woman's Club. A request for associate membership shall be presented in writing to the Membership Chairman for evaluation and is subject to Board approval. An associate member may or may not choose to serve on a standing committee. She shall be eligible to attend in-club activities. The right to hold office and voting privileges shall be forfeited. A member who changes to associate status must pay the dues required in Article III, Section 2 and 3 of the Bylaws. She may return to active status at any time without loss of seniority by notifying the Membership Chairman in writing however, no dues shall be refunded.

Section2. Application for prospective membership shall be made to the Membership Chairman. During a prospective membership, an applicant shall attend at least three meetings, consisting of at least two general meetings and one committee meeting or club volunteer event (unless any of these have been excused by the assigned committee chairman) to be inducted. At the fulfillment of these requirements, which the Membership Chairman shall verify, her membership application shall be submitted to the Board. Upon Board approval, she is eligible to become an active member at the next New Member Induction General Meeting she attends and, upon activation, pay the annual dues.

Section3. Any member leaving another Federated club in good standing may apply for membership in the corporation by presenting a letter of recommendation from her former club. Upon Board approval, she shall become an active member and pay current dues. Her active years of service are calculated from the induction date from her original GFWC club.

Section4. Application for membership will be considered by the Board at any time during the year, and new members will be introduced to the club at the New Member Induction General

Meeting. New Member Induction General Meetings will occur two times during the year. Membership Chairman will publish the dates of the New Member Induction General Meetings, prior to the start of the Club year. This notice will be available to all classes of membership via the Club Calendar.

Section5. Membership may be terminated by one half vote of the board present and voting for one of the following reasons:

- a. A member's written resignation submitted to the Membership Chairman;
- b. A member whose yearly dues are not paid by October 1st;
- c. A member not fulfilling her obligations.

Section6. Membership shall be reinstated as follows:

- a. A member who resigns from the corporation in good standing may be reinstated as an active member by approval of the Board. Current dues shall be required.
- b. A member whose membership has been terminated for failure to pay her yearly dues in accordance with Section 5 above may be reinstated by approval of the Board upon written application to the Membership Chairman.
- c. A member who forfeits her membership because of poor attendance or other non-fulfillment of obligations may petition a member of the Executive Board for reinstatement after the present corporate year.

Section7. The Board shall have the power to limit the number of candidates in all four classes: active, inactive, associate, and prospective.

ARTICLE III - DUES

Section1. The fiscal year of the corporation shall be from June 1 to May 31, inclusive.

Section2. Membership dues are \$50 for active members and \$60 for associate and inactive members. There is no refund for members changing from associate or inactive to active status within the calendar year.

Section3. Active and associate dues are payable at the May Meeting of the corporation. All members whose dues are not paid by October 1st may be notified by the Membership Chairman that their membership is in jeopardy.

Section4. A woman becoming an introductory or transfer member after January 1 shall pay one-half the active membership annual dues and after March 1 shall pay one-quarter the dues.

ARTICLE IV - QUORUM

One-third of the active membership shall constitute a quorum for the transaction of business at a regular meeting of the corporation. One-half of the membership of the Board shall constitute a quorum, for the transaction of business at a Board Meeting. 51% of quorum needed to vote aye to pass a motion. The exceptions would be bylaws as indicated in the bylaws section.

ARTICLE V - DELEGATES

Section1. The President and/or President-Elect along with the Reporting Chair, if possible, shall be the delegates to the State, District and Junior Federation meetings. An alternate may be appointed by the President with the approval of the officers. Appointment of other delegates as required for Federation meetings shall be made by the President with the approval of the Board.

Section2. The expenses of delegates to the Federation meetings shall be paid by the corporation, the extent of payment determined by the Board. Registration fee for the alternate shall be paid.

ARTICLE VI - AMENDMENTS

Section_____1. The bylaws may be amended at any General Meeting by a two-thirds vote of the active members present and voting. The Parliamentarian will publish a notice of the proposed amendment in the Newsletter prior to voting.

Section2. The President shall appoint a Rules and Revisions Committee to consist of the Parliamentarian as chairman and four other members, one of which shall be a Board member, to review the bylaws every other year. Suggested revisions shall be presented in writing to all members prior to the Voting General Meeting.

ARTICLE VII - PHILANTHROPIES

Section1. The Philanthropies Committee shall discriminate among scholarships and philanthropic projects, both Federation and local, which the corporate members support.

Section2. The Philanthropies Chairman shall work with the current President, Vice President/President-Elect, Treasurer, and the newly elected Vice President/President Elect, Treasurer and Ways and Means Chairman in the presentation of the annual budget. The Philanthropies Chairman and the Treasurer shall work out the Expenditures of the charitable fund.

Section3. All Federation project monies voted by the corporation shall be sent by the Treasurer to the 5th District Junior Treasurer, who then forwards them to the District Treasurer in compliance with the bylaws of the 5th District. The membership shall be notified, in writing by the Philanthropies Committee, of the proposals to be voted on at the General Meeting.

Section4 All requests for philanthropic donations shall be first submitted in writing to the Philanthropies Committee. Requests can be made at any time during the club year. If appropriate funds are not available, the requests will be held for consideration until appropriate funds are available. The Philanthropies Committee will communicate to the requesting club member the status of their request. A written appeal of any declination may be submitted to the Philanthropies Committee and will be presented at the next Board meeting.

Section5. Requests for urgent, time sensitive philanthropic requests may be made to the Philanthropies Committee outside of the regular club year. The Philanthropies Committee will determine if the request warrants immediate action. The Philanthropies Committee will review the request and make its recommendation to the general membership for a vote by electronic communication.

Section6. The Philanthropies Committee will offer its recommendations, in writing in the Newsletter, to the general membership for a vote. The written recommendations from the committee must name the amount, the name of recipient, and a brief description of the reason a donation has been requested before being voted on by the club membership.

Section7. Cash must be available for those projects where checks need to be written immediately.

Section8. For those projects that need club support but the monies need not be available until after a fundraiser, using the budget as a guideline, Philanthropies may bring them to membership for a vote.

Section9. The Philanthropies Chairman, on a monthly basis, shall review and compare submitted receipts to bank deposits. The Philanthropies Chairman will also review cash disbursements on a random test basis each month by comparing approved disbursement forms to the checkbook register. This monthly review of the Treasurer's records is required for insurance purposes to ensure no misappropriation of funds.

Section10. The Philanthropies Chairman shall be responsible for obtaining necessary information from past and present Education Chairmen to process payments of Scholarships awarded during the previous club year.

Section11. The Philanthropies Committee will be comprised of an odd number of members with no more than one associate member. All committee members shall have been active in club for a minimum of one year.

ARTICLE VIII - GOVERNMENT

"Robert's' Rules of Order Revised" by Henry Martyn Robert and/or "Guide to Parliamentary Procedures" by Orpha Wardle shall be used by the club as rules of order except where stated in the Constitution. To the extent that any provision of these bylaws is contrary to the Illinois Not-For-Profit Act, the provision of such act shall control.

STANDING RULES

1. Standing rules may be amended at any General Meeting by a two-thirds vote of the active members present and voting. The Parliamentarian will publish a notice of the proposed amendment in the Newsletter prior to voting.
2. Any date for committee activities shall be cleared with the corporation calendar.
3. In the event of death of a corporate member's immediate family, an appropriate contribution shall be made by Board action. The immediate family shall consist of the member, her spouse, siblings and children.
4. The Club Treasury and/or Budget shall consist of:
 - a. A contingent fund of not less than \$100, or the minimum balance required by the corporation's banking institution, and shall be retained at the end of the corporate year in addition to the new dues.
 - b. The budget will include a minimum of \$300 and a maximum of \$500 per year not to exceed a multi-year accumulation of \$1,000 on deposit which shall be kept in our regular checking account earmarked for repair or replacement of club properties.
 - c. The budget will include a line item of at least \$300 and maximum of \$500 to be added to the discretionary fund. (See item c.2.)
 1. The discretionary funds will be available for disbursement after the May General Meeting until the September General Meeting. No disbursements will be made from the discretionary fund without a simple majority vote of the Executive Committee.
 2. Any monies not disbursed will be retained in the discretionary fund.
 - d. In case of emergency, the Executive Committee may approve a \$200 maximum expenditure, which shall be stated to the membership at the following General Meeting.

5. The entire active membership shall vote at a General Meeting on the following:
 - a. A proposed yearly budget, which includes the philanthropy budget;
 - b. Any revised philanthropy budgets or WAM events;
 - c. Each major fundraising project (major defined as a budget to exceed \$1,000):
 1. If proceeds are to be earmarked, a separate vote must be taken outlining the amount and purpose;
 2. In order to donate funds from any fundraising project, earmarked or not, a philanthropies request form must be submitted per Bylaws, Article VII, Section 4.
6. All corporate properties shall be used only for corporation sponsored activities and projects.
7. Anyone outside of club wishing to use the DGJWC logo for any use must first receive written approval from the Executive Committee.
8. The membership directory is solely for the personal use of club members in the conducting of club business and not for any commercial or political purpose.
9. Complimentary event and raffle tickets may be given only at the discretion of the Board.
10. The standing committees shall meet at least six (6) times a year either in person or electronically. At the President's discretion and Board approval, these Standing Committees may be combined based upon membership volumes. The Standing Committees are as follows:
 - a. The Conservation/Community Affairs Committee shall:
 1. Promote the conservation of our natural resources.
 2. Inform the membership on matters of legislation and civic affairs while working for the betterment of our community.
 3. Promote corporation work concentrating on the young, elderly and family.
 4. Improve awareness of corporation members, their families, and the community regarding current health issues.
 - b. The Education Committee shall:
 1. Promote corporation work in education.
 2. Be responsible for scholarships and grants.
 - c. The Membership Committee shall:
 1. Have charge, in partnership with the Treasurer, of all business pertaining to the corporation membership, including an accurate record of dues payments of members.
 2. Assist in the integration of introductory members as well as encourage involvement

- of all members in corporation activities by organizing and coordinating projects that support our family and community relationships.
3. Present all status changes of corporation members to the Board for their approval.
 4. Maintain a membership directory.
- d. The Philanthropies Committee shall:
1. Investigate, discuss and advise the corporation on all donations and scholarships made in the name of the corporation.
 2. Research and review all donation requests submitted by members, committees or organizations.
 3. Present their recommendations to the General Membership for approval.
- e. The Press and Publicity Committee shall:
1. Inform the public of the accomplishments and upcoming activities of the corporation.
 2. Create marketing materials/fliers as requested for club events.
 3. Keep an electronic or physical file of any published material, pictures, memorabilia, etc. regarding club activities.
- f. The Programming Committee shall:
1. Arrange for the place of the General Meetings.
 2. Coordinate with committees and introduce the General Meetings programs for the year.
 3. Maintain and be responsible for corporation properties used at the General Meetings.
 4. Be responsible for organizing the May Installation Banquet for the corporation.
- g. The Social Committee shall:
1. Provide the social activities during the year for the corporation.
 2. Organize and coordinate projects that support our membership and community relationships.
- h. The Ways and Means Committee shall:
1. Have the ability to book a location for a profitable fundraiser, with a reasonable deposit, prior to the project being approved by the general membership. After any project is projected to be profitable and is approved by the active general membership, the Ways and Means Committee may proceed with the project following the applicable rules set forth in our Constitution, Bylaws and Standing Rules regarding contracts and funds.

2. Plan and organize other proposed fundraising projects for the corporation subject to the approval of the general membership, via the WAM ballot. If the vote is going to be taken by ballot, absentee or electronic ballots shall be made available for those unable to attend the General Meeting.

11. The Special Committees shall meet as needed. At the President's discretion and with Board approval, these Special Committees may be combined with the Standing Committees based upon membership volumes. The President, with Board approval, may create new Special Committees as needed. Club Members are needed to cross-functionally support these Special Committees. The Special Committees are as follows:

a. Club Communications

1. Compile, type, and print the monthly newsletter and all club communications.
2. Compile information for club events to be sent via MemberPlanet, Evite or other RSVP platforms in conjunction with Standing and Special Committees.

b. Federation Reporting

1. Follow up with club members to assure that project reports are complete.
2. Keep track of the project reports.
3. Submit the tallied project results to GFWC.

c. Website

1. Keep the Club Website current as it pertains to events, Club representatives and Website email addresses.

d. Safety Town

1. Work with the Downers Grove Police Department and the Downers Grove Park District to coordinate volunteers.

e. Handmade Market / Operational Fund Event

1. Coordinate Activities to operate the Handmade Market

f. Gym Jam/Scavaganza

1. This committee creates and coordinates a fun family friendly event to raise money for District 99 Senior Scholarships.

g. The Audit Committee shall:

1. Perform an audit of the Treasurer's records in February and July;
2. Present an Audit Report at the March and September General Meetings;
3. Audit the Treasurer's books immediately in the event that the Treasurer resigns.

- h. The Budget Committee shall meet in May and shall:
 - 1. Prepare the proposed Annual Corporation Budget to be approved by the general membership;
 - 2. Be comprised of the following current officers: the President, Vice-President/President-Elect and Treasurer and the following newly elected officers and appointed chairmen: the new Vice President/President-Elect, Treasurer, Ways and Means and Philanthropies chairmen.

- i. Strategic Planning and Long-Term Finance Planning

- 1. Work in conjunction with the budget committee to maintain long-term fiscal responsibility of club

- j. Membership Integration

- 1. Responsible for helping newly inducted members understand how best to use their time and skills to integrate into club.
 - 2. Responsible for the club's Bridges program to help all members celebrate life milestones and help them through any hardships.
 - 3. Assist in the integration of introductory members as well as encourage involvement of all members in corporation activities.

12. A woman may attend only two meetings during a corporation year as a guest without declaration of membership intent.

13. Social functions of the corporation shall be open to active, associate and prospective members only and their immediate families, or guest, unless otherwise approved by the Board, upon recommendation of the committee sponsoring the event.

14. In the event of the dissolution of the Downers Grove Junior Woman's Club, the process of dissolution shall be conducted according to the provisions of the Illinois Not-for-Profit Act. The total assets of the corporation shall be liquidated and disbursed as philanthropic donations to be determined by the Board of Directors of the corporation. No portion of such funds shall be distributed among individual members.

15. All social functions will be primarily self-supporting. Committee budgets are solely for committee projects and expenses.

16. The Downers Grove Junior Woman's Club colors shall be red and white.

17. Only community service projects and fundraising projects may solicit outside businesses to donate to DGJWC functions.

18. Parliamentarian shall have the authority to make the following changes in the Constitution, Bylaws and Standing Rules without two-thirds board approval, while maintaining the integrity and intent of the club rules:

- a.) Re-number/re-letter any necessary articles and/or sections as needed.
- b.) Correct any grammatical or typographical errors.

19. For the purpose and due diligence of accounting, each committee chair is responsible for the timely and accurate submission of expenses from her committee members.

*BYLAWS OF THE
DOWNERS GROVE JUNIOR WOMAN'S CLUB
CHARITY FUND, INC.*

BYLAWS

ARTICLE I - NAME

This organization shall be known as the Downers Grove Junior Woman's Club Charity Fund, Inc.

ARTICLE II - PURPOSE

This organization operates exclusively for charitable, educational, religious, or scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

ARTICLE III - INUREMENT OF INCOME

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes set forth in Article II hereof.

ARTICLE IV - LEGISLATIVE OR POLITICAL ACTIVITIES

No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE V - OPERATIONAL LIMITATIONS

Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt for Federal Income Tax under section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law or (b) by a corporation to which contributions are deductible under section 170 (c)(2) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE VI - DISSOLUTION CLAUSE

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code or corresponding provision of any future United States Internal Revenue Law, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII - BOARD OF DIRECTORS

The Board of Directors shall be the following officers elected by the Downers Grove Junior Woman's Club: the President, Vice President, Secretary, Treasurer, and the appointed Philanthropy Chairman.

ARTICLE VIII - MEETINGS

Meetings of the Board of Directors may be called by the Executive Board of the Downers Grove Junior Woman's Club.

ARTICLE IX - PARLIAMENTARY AUTHORITY

"Robert's Rules of Order Revised" by Henry Martyn Robert and/or "Guide to Parliamentary Procedures" by Orpha Wardle shall be used by the club as rules of order except where stated in the Constitution. To the extent that any provision of these bylaws is contrary to the Illinois Not for Profit act, the provision of such Act shall control.

ARTICLE X - AMENDMENTS

These bylaws may be amended by the Board of Directors, provided notice of such amendment has been given in writing to each Director preceding the amendment meeting.

Date of Revision: April 2023, approved on April 29, 2023