

# Greater Chicago Cage Bird Club Constitution and By-laws (Revised June 16, 2017)

## ARTICLE I. Name and Location

- Section 1.** The name of the corporation is the Greater Chicago Cage Bird Club, Inc.
- Section 2.** The club shall have a corporate seal which shall have inscribed thereon the name of the club and figures of several cage birds.
- Section 3.** The mailing address of the club shall be the email address of the elected secretary and the building address of the club for postal mail.
- Section 4.** Meetings of the club shall be held in the greater Chicago area of the state of Illinois.

## ARTICLE II. Purpose

- Section 1.** To advance the hobby of keeping birds.
- Section 2.** To disseminate and exchange information beneficial to improving methods for the care and breeding of cage birds. To provide educational opportunities to the membership and to the general public on the care and breeding of cage birds.
- Section 3.** To promote a high standard of ethics and encourage honest dealing in all business transactions among aviculturists, and the general public. Such a standard is to be compulsory for members of this club.
- Section 4.** To encourage exhibitions and open contests for the purpose of comparison of all types of cage birds.
- Section 5.** To provide adoption services to persons who can no longer care for their exotic cage bird(s) by accepting the bird(s) into the Greater Chicago Cage Bird Club's adoption program and to place said bird(s) in qualified homes at the discretion of the Greater Chicago Cage Bird Club's adoption committee.
- Section 6.** 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 any candidate for public office.
- Section 7.** Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from 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 (ii) by a corporation, contributions to which 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 III. Membership

- Section 1.** Membership is open to individuals with an interest in cage birds who agree to follow the club Bylaws.
- Section 2.** Individuals wishing to be accepted into the club shall submit their application to the Membership Committee. Their name will be placed on the membership roll as a probationary member for a period of three months, upon payment of the prescribed amount of dues for the membership type. During this time, the probationary member is encouraged to attend one or more General Meetings and to visit the Center and decide if they wish to become a full member. After the three month probationary period, the Membership Committee will bring their application before the GCCBC Board of Directors at their next

meeting and the Board will decide to approve or disapprove their membership. Individuals who are not approved for membership will have their application and fees returned.

**Section 3.** Dues are collected on an annual basis, payable on or before June 1<sup>st</sup> of the calendar year. The Board of Directors is responsible for setting the amount of dues for each type of membership. Dues are listed in the current membership application.

**Section 4.** There shall be six types of membership:

1. Regular
2. Regular Family
3. Junior – 18 years and under
4. Honorary
5. Senior – 62 years and older
6. Senior Family – Both 62 years and older

**Section 5.** Honorary Life Membership may be granted by the Board of Directors to those persons that have performed some special service to the club. Only one such membership may be granted per year.

**Section 6.** Nominations for Honorary Life Membership may be submitted to the Board of Directors, who will consider them for approval.

**Section 7.** ANY member violating the bylaws of the club, or whose conduct becomes detrimental to the best interest of the club may be expelled and/or be deprived of their rights and privileges as a member of the club. NO member can thus be deprived of their membership rights without a due process hearing and majority vote of the Board of Directors. Hearings on membership grievances must be held at a regularly scheduled meeting of the Board of Directors of which the accused offending member has been given thirty days advance notice. Charges against any offending member may be brought by the Board of Directors or by written report to the Board of Directors by three members of the club. Accused members shall appear before the Board of Directors in person to answer charges brought against him/her. If the member does not appear before the Board of Directors on the designated date, the member waives the right to in-person hearing before the Board of Directors as part of the hearing process. The Board of Directors shall have final decision regarding membership disposition.

#### **ARTICLE IV. Officers**

**Section 1.** The Officers of the club shall be President, Vice President, Secretary and Treasurer, who shall be elected Bi-annually by a majority of those voting in the election.

**Section 2.** The Board of Directors will designate the election meeting, usually during the December meeting, and the membership shall be notified of the date of the election 30 days prior to the election. Nominations of eligible members must be made in writing to one of the two-year Board Members not later than ten days before the election date in order to be printed on the ballot. Nominations will also be accepted from the floor on the election date by qualified members, and must be approved for qualification. These nominees will be write-in candidates on the ballots. All voting for Officers and Board Members will be done by secret ballot. Eligible Individual, Junior, and Honorary Life members shall get one vote each. Family memberships shall get two votes each. Members must be present to vote. For a member to vote in the election of Officers and Board Members, the member must be a current member in good standing as of the October General Meeting.

**Section 3.** The term of office for elected Officers shall be two years. There are no limitations to the number of terms that an Elected Officer may serve.

**Section 4.** To be eligible to serve as an Officer, or the two-year term of Director, one must have been a member in good standing for two years. To be eligible to serve as President, the member must have had at least one year's previous experience on the Board of Directors.

**Section 5.** No duly elected Officer or Member of the Board of Directors shall receive payment for services rendered within the description of his office in the club.

**Section 6.** No duly elected Officer or member of the Board of Directors may hold a position as an Officer or Board Member in any other cage bird club that meets in the Chicago area, or hold a position that would be considered a conflict of interest as determined by the Board of Directors.

**Section 7. Duties:**

**President:** The President shall be sworn in, and be the Chief Executive Officer of the club and shall preside at all general meetings. The President has a fiduciary responsibility to see that the Bylaws of the club are enforced. The President shall appoint committees as are necessary to the functioning of the club, and shall nominate all chairpersons, who shall be approved by the Board of Directors. The President shall be an ex officio member of all committees.

**Vice President:** The Vice President shall be sworn in, and be in charge of the program for the club. In the absence of the President, the Vice President shall assume the duties of the President. If the absence is due to resignation or expulsion from the club, the Vice President shall assume the duties of the President for the remainder of the year. If the Vice President assumes the duties of the first year of the President's term, the second year of the President's term will be filled at the annual election. In the absence of both a President and Vice President, the Chairman of the Board shall assume the duties of the President. If the absences are due to resignation or expulsions from the club an election will be called by the Board of Directors to elect both positions.

**Secretary:** The Secretary shall be sworn in and will be responsible to record the minutes of the general meetings and the meetings of the Board of Directors. All business correspondence shall go through the Secretary and a complete file kept of same. The Secretary shall provide materials covering the activities of the club and such information of educational nature or interest to aviculturists.

**Treasurer:** The Treasurer shall be sworn in, and keep a record of the accounts of the club, accounting for all receipts and disbursements. These records shall be open to the membership at reasonable times for inspection. The Treasurer shall publish monthly reports and an annual report to the active members. The Treasurer shall be responsible for seeking approval for any expenses over a designated dollar amount which will be approved annually by the Board and the expense(s) will require approval by the majority of the Board of Directors before expenditure is to be made (with the exception of general operating expenses that will be pre-approved by the Board of Directors through an approved budget. The Treasurer shall have custody of the corporate emblem and affix the seal when necessary. The Treasurer shall be responsible for ensuring the annual tax returns and AG990 IL 501c forms are completed in a timely basis for the club.

**ARTICLE V. Board of Directors**

**Section 1.** The Board of Directors shall consist of the elected Officers of the club, plus five (5) voting Board Members elected by popular vote and one (1) non-voting Alternate Board Member.

**Section 2.** Every year, there shall be four(4) members elected, two (2) for terms of two years, one (1) for a one year term and one (1) as the Alternate.

**Section 3.** To be eligible for the Board of Directors, nominees must be twenty-one years of age or older and have been a member in good standing for two years.

**Section 4.** Separate elections shall be held to fill the two-year terms and the one-year terms. The two members getting the highest popular vote in the election for two-year terms will be elected. The member receiving the highest popular vote in the election for the one-year terms will be elected. The person receiving the second highest popular vote in the election for the one-year term will serve as the Alternate to the Board of Directors.

**Section 5.** The Alternate will attend Board meetings and offer input, but shall not vote on Board decisions.

**Section 6.** The Board of Directors shall elect their own Chairman of the Board. Nominees for the Chairman of the Board must have one year of previous experience on the Board of Directors. The Chairman of the Board is to inform the Officers and Board members as to the time and place a meeting is to be called. The Chairman of the Board shall prepare the meeting agenda for all Board Meetings. In the absence of the President and Vice President at a general meeting, the Chairman of the Board will preside over the meeting.

**Section 7.** If the office of any Board Member shall become vacant by reason of death, resignation, disqualification, expulsion or inability to act, or **by absenting themselves from a regularly called Board meeting three consecutive times**, the Board of Directors shall declare the office vacant. The alternate will fill the position for the remainder of the term; this excludes filling a vacant Officers position.

**Section 8.** The majority of the acting members of the Board of Directors shall constitute a quorum to transact business. However, standing committees and/or subcommittees that are large enough to contain a majority of Officers and Directors do not represent a quorum of the Board, and are required to present the requested business transaction at a Board of Directors meeting for a review and revote before the transaction can be completed.

**Section 9.** A minimum of six regularly scheduled Board meetings must be held per year. The President or Chairman of the Board may call additional meetings as needed.

**Section 10.** Board meetings are to be closed meetings FOR ACTIVE BOARD MEMBERS ONLY!

**Section 11.** The proceedings of the Board shall be fully reported to the membership at a general meeting. They shall have the right to accept or reject the report in its entirety or any part of it after due discussion has been allowed by the presiding officer.

**Section 12.** The Board of Directors shall have the power and authority expressly conferred upon it by these Bylaws subject to the statutes of the State of Illinois and the provisions of the Certificate of the Organization.

**Section 13.** The Board of Directors shall have the power to formulate the policies and plans of the club. The Board shall be responsible for the formulation of plans for raising money for the conduction of the club's activities. Each committee or subcommittee is also responsible for formulation of committee plans and raising money for conducting their activities. Their activities' and related expenditures must be preapproved by the board.

**Section 14.** The Board of Directors shall have the power to appoint a superintendent of the show (Show Manager) and other show officials. The superintendent of the show shall have charge of the staging and management of the annual show.

#### **ARTICLE VI. Amendments**

**Section 1.** Amendments to the Bylaws may be filed in writing to the Board of Directors who will consider them, and if merited, will present them to the membership at a general meeting of the club for acceptance or rejection.

**Section 2.** It shall require two-thirds majority votes of the eligible members in good standing that are present to adopt such amendments.

#### **ARTICLE VII. Meeting Protocol**

**Section 1.** General membership meetings of the club shall be held on the third Friday of each month with the business meeting beginning at 8:00 p.m., unless notified in a previous bulletin. Video and Audio Taping is prohibited without prior approval of the Board of Directors.

**Section 2.** Fifteen members shall constitute a quorum.

**Section 3.** The rules contained in the *New Robert's Rules of Order* shall guide the club in all cases to which they are applicable and in which they are not inconsistent with the Bylaws of this club. The basic agenda for Club Meetings shall be as follows:

1. Roll call of officers present
2. Reading and approval of the minutes of previous general meeting
3. Share the approved minutes of the Board of Directors meeting
4. Discussion and approval of the Board of Directors Action taken
5. Reading of treasurer's report
6. Application for membership and membership report
7. Report of officers and committees
8. Unfinished business
9. New business
10. Discussions, lectures, etc.
11. Social

#### **ARTICLE VIII. Dissolution**

**Section 1.** Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation 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 the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine; provided, however, that should the Board of Directors fail to agree upon a distribution then the assets shall be disposed of by the appropriate court of law, to such organization or organizations as the court shall determine, which are organized and operated exclusively for exempt purposes.

#### **ARTICLE IX.**

**Section 1.** The standing committees of the club shall be:

1. Membership
2. Hospitality
3. Show
4. Bird Fair
5. Adoption