

**ILLINOIS FEDERATION OF BUSINESS AND PROFESSIONAL WOMEN'S CLUBS
BYLAWS**

**ARTICLE I
NAME**

The name of this Federation shall be the Illinois Federation of Business and Professional Women's Clubs, Inc. This Federation is a member of the National Federation of Business and Professional Women's Clubs, Inc.

**ARTICLE II
MISSION**

The mission of this Federation shall be to achieve equity for all women in the workplace through advocacy, education and information.

**ARTICLE III
EMBLEM**

The emblem shall be in the form of a circle in which the symbols of the Nike, Scroll, Torch, Wand and Ship of Commerce are imposed above the initials NFBPWC.

**ARTICLE IV
POLICIES**

- Section 1. This Federation shall be nonsectarian, nonpartisan and nonprofit.
- Section 2. The objectives of this Federation shall in every case be the objectives of all units thereof.
- Section 3. The policies and procedures of BPW/USA as applicable to State Federations shall in every case also be the policies and procedures of this Federation and all units thereof.

**ARTICLE V
MEMBERSHIP**

- Section 1. Membership shall be held by individuals who support the objectives of BPW/USA. Membership categories shall be:
- a) Active - Membership shall be open to all individuals.
 - b) Student - Individuals enrolled in college or university, or any other accredited educational institution above the high school level, with a minimum of twelve (12) semester hours, (or the equivalent course work)
 - c) Members at Large - Individuals with affiliations with BPW/USA and BPW/Illinois.
- Section 2. Active members and student members shall belong to local organizations which are members of BPW/USA through the State Federation.

- Section 3. Local organizations acquiring membership in the State Federation automatically become affiliated with The National Federation of Business and Professional Women's Clubs, Inc. of the United States of America (BPW/USA)
- Section 4. A member in good standing may request transfer from one local organization to another. A local organization may not refuse to accept the transfer of a member in good standing. (See Section 6, Article VIII).
- Section 5. The only criteria for membership shall be per Article V, Section 1, and the payment of appropriate dues.
- Section 6: Dual membership is permitted.
- a) An individual may be a member of two local organizations within the Illinois Federation by paying National and Illinois dues as well as dues in the two locals to which she belongs. She will have all the rights and privileges of membership in locals, the Illinois Federation and the National organization.
 - b) An individual may also be a member of the Illinois Federation and another State Federation by paying National and Illinois dues as well as any dues required by the other State. She may, but is not required to be a member of a local organization in Illinois by paying Illinois local dues. She will have all the rights and privileges of membership in each organization to which she pays dues. If she chooses not to join a local organization in Illinois, she will have the rights and privileges of an Illinois Member at Large.

ARTICLE VI LOCAL ORGANIZATION REQUIREMENTS

- Section 1. A Local Organization is eligible for admission to this Federation if:
- a) It has a minimum of ten (10) active members, 20% of whom are employed;
 - b) It is not an integral part of any other organization; and
 - c) It submits local organization bylaws not in conflict with state and national bylaws and policies.
- Section 2. To remain in good standing, a local organization must maintain a membership of at least five (5) active members, a majority of whom must be employed.
- Section 3. A local organization whose membership falls below five (5) active members shall be dropped at the end of the fiscal year.
- Section 4. A local organization applying for membership in this Federation shall forward to the state president documents and dues required by State and National Federations. Documents shall consist of:
- a) Three (3) copies of an application duly signed by the local organization president and the local organization recording secretary;
 - b) Three (3) copies of the local organization bylaws; and
 - c) Three (3) copies of the officer-chairman lists.

Section 5. The bylaws shall be approved by the state bylaws chairman to ensure that there are no provisions in conflict with the National Articles of Incorporation and bylaws.

Any conflict shall be resolved in accordance with National Federation policy and procedure.

Section 6. When a local organization has met all state and national requirements, and its application has been approved by the state president and charter membership lists received, the charter signed by the national president and transmitted to the state president shall be counter signed by the state president and presented to the local organization.

Section 7. Proposed amendments to the bylaws of any local organization, with the exception of mandatory changes (see Article XXIV, Section 7), shall be sent to the bylaws chairman for review and approval. The local organization, shall notify the bylaws chairman that the mandatory changes in the local organization's bylaws have been adopted. If there is a conflict with the National Articles of Incorporation, National bylaws or State Federation bylaws, the bylaws shall be referred to the state president. If the state president cannot resolve the conflict, the point or points at issue shall be referred to the Executive Committee of the State Federation. If the Executive Committee cannot resolve the conflict, it shall be referred to the National Federation whose decision shall be final. Any conflict shall be resolved in accordance with National Federation Policy and Procedures.

ARTICLE VII STATE FEDERATION REQUIREMENTS

This state federation* to remain in good standing shall:

- a) Maintain three or more local organizations, and
- b) Maintain state bylaws not in conflict with national bylaws and policies.

*The term "state federation" shall apply to a state, commonwealth, territory, District of Columbia, or a possession of the United States of America.

ARTICLE VIII DUES

Section 1. Dues are payable upon acceptance to membership, and renewable annually on the first day of the following month.

Section 2. BPW/USA will mail a renewal notice and payment coupon (invoice) to the member approximately 30 days before the member's anniversary date. If the invoice requires correction to name, address, local organization name, or ID, the member should make the correction on the invoice prior to payment. If the invoice does not reflect the local organization dues, or in the case of dual membership, does not reflect all dues, it is the member's responsibility to make direct payment of any other dues not included in the National invoice.

Section 3. Dues for members shall be:

- a) Annual dues for each active member shall include local, state and national dues as specified in the current respective bylaws. (See Appendix for current amount.) State dues shall include a subscription to the official state publication (hereinafter referred to as the Illinois Bulletin).
- b) Dues for each student member shall include local, state and national dues as specified in the current respective bylaws. (See Appendix for current amount.) State dues shall include a subscription to the Illinois Bulletin.
- c) Members-at-Large. Annual dues for each member-at-large shall be \$100.00 and includes affiliation with BPW/USA and the Illinois Federation if the Member at Large designates Illinois to receive the \$25.00 State share. A Member at Large who has designated Illinois to receive the State share shall have all rights and privileges of Illinois membership.

Section 4. Each local organization shall pay annual national convention dues of ten dollars (\$10.00). National convention dues shall be postmarked to BPW/USA by June 15th each year.

Section 5. A member in good standing whose annual dues are paid for the current fiscal year may transfer membership during the year to another local organization. A local organization may not refuse to accept the transfer of a member in good standing. The member shall be given all rights as a continuing member of the local organization to which she/he transfers. Transfer of membership can be made only if completed by April 30th. State and National dues shall be collected only once from the member during the year. A member who continues in one local organization throughout a year, may join another local organization for the following year. The member shall not be considered a transfer, but shall be recorded as a new member.

**ARTICLE IX
FISCAL YEAR**

The fiscal year shall commence on the first (1st) day of June and shall end on the last day of May. *(effective June 1st, 1998, as approved by State Convention 97).*

**ARTICLE X
REGION ORGANIZATION**

Section 1: This state shall be divided into regions for the purpose of promoting state and national programs, membership work to include organizing new and revitalizing existing local organizations. The region shall afford a contact between local organizations and the State Federation.

Section 2: the State shall be divided into the following Regions:

Region 1, composed of the counties of Boone, Cook, Dekalb, Dupage, Grundy, Kane, Kankakee, Kendall, Lake, McHenry and Will and having therein the now existing local organizations of Evergreen Park, Palos-Orland, BPW/Northwest, North Glen, Palatine, Skokie Valley, Lagrange/Chicago, Oakbrook, Bolingbrook, Joliet, Morris.

Region 2, composed of the counties of Adams, Brown, Bureau, Carroll, Cass, Fulton, Hancock, Henderson, Henry, JoDaviess, Knox, Lasalle, Lee, Logan, Marshall, Mason, Mcdonough, Menard, Mercer, Ogle, Peoria, Pike, Putnam, Rock Island, Schuyler, Stark, Stephenson, Tazewell, Warren, Whiteside, Winnebago, Woodford and having therein the now existing local organizations of Illinois Valley, Mendota, Ottawa, Streator, Kewanee, Canton Federated, Washington, Macomb, Pittsfield.

Region 3, composed of the counties of Calhoun, Christian, Champaign, Clark, Coles, Crawford, Cumberland, Dewitt, Douglas, Edgar, Effingham, Ford, Green, Iroquois, Jasper, Jersey, Livingston, Macon, Macoupin, Mclean, Montgomery, Morgan, Moultrie, Piatt, Sangamon, Scott, Shelby, Vermilion and having therein the now existing local organizations of Champaign/Urbana, Charleston, Clinton, Paris, Rantoul, Carlinville, Effingham, Panhandle Area, Springfield, Taylorville, Crawford County.

Region 4, composed of the counties of Bond, Madison, Monroe, St. Clair and having therein the now existing local organizations of Alton Area, Collinsville, East St. Louis, Edwardsville, Granite City, Highland, Marissa, Southwestern Illinois.

Region 5, composed of the counties of Alexander, Clay, Clinton, Edwards, Fayette, Franklin, Gallatin, Hamilton, Hardin, Jackson, Jefferson, Johnson, Lawrence, Marion, Massac, Perry, Pope, Pulaski, Randolph, Richland, Saline, Union, Wabash, Wayne, White, Williamson and having therein the now existing local organizations of Carbondale, Centralia, Mt. Vernon.

Section 3: Upon the written request of a local organization, the State Executive Committee may authorize a local organization to become a member of a Region other than the one of which it is a member or to change its name. Regions may also submit written request to change their names to the State Executive Committee. The approval of the Executive Committee shall be in writing. This Article X shall be amended by the Executive Committee to reflect any approved change in Region composition or name changes.

Section 4. Each Region shall have a Regional Director and First and Second Associate Directors who shall be elected at a Meeting of the Region held prior to the opening day of the annual State Convention. If a Region fails to elect a Regional Director and two Associates prior to the opening of the annual state convention, on the first day of such convention, the members attending from that Region shall meet and elect a Regional Director and First and Second Associate Directors. Those individuals shall assume the duties of their office at the Post Convention Board meeting following the close of the annual State Convention. A Region may have such additional officers as it deems appropriate. Such officers shall be elected or appointed in accordance with the Region Bylaws.

Section 5. A vacancy occurring between two annual State Conventions in the office of Region Director or Associates or in any other Region office shall be filled by the Region with notification to the State Executive Committee.

Section 6. It shall be the duty of the Region Director to:

- a) Preside at all meetings of the Region in accordance with Model Region Bylaws;
- b). Act as a liaison officer between the local organizations and the State Federation;
- c). Serve as a member of the State Board of Directors;
- d. Maintain a close relationship with presidents in the Region;
- e. Plan Region meetings, submitting the region program to the state president or to such person as the state president shall designate, for approval.

It shall be the duty of the First and Second Associate Region Directors:

- a). To assist the Region Director in ensuring the state and national programs are followed; b).
Serve as voting members of the State Board of Directors; c). Assist the Region
Director in planning meetings for the Region;
- d). Take the lead in organizing new locals within the Region and revitalizing those below 10
members in the Region.

Section 7. A minimum of one Region meeting shall be held prior to State Convention, time and place to be determined by the Region. Once date(s) and time(s) are fixed, the Regional Director will notify the State President Elect of same.

Section 8. Bylaws adopted by any Region shall be sent to the State bylaws chairman for review and approval. Any conflict with the National Articles of Incorporation, National bylaws or State Federation Bylaws shall be referred to the State President. If no adjustment of the conflict can be effected with the region by the state president, the point or points at issue shall be submitted to the Executive Committee of the State Federation. If the Executive Committee can make no adjustment, it shall submit the point or points to the Board of Directors of the State Federation whose decision shall be final.

Section 9. Proposed amendments to the bylaws of any Region shall be forwarded to the State bylaws chair for review and approval, **PRIOR TO BEING VOTED UPON BY THE REGION**. Any conflict shall be resolved in accordance with the procedures set forth in the preceding section.

Section 10. Proposed amendments which shall have been approved by the State bylaws chairman shall become effective immediately upon adoption unless another date is specified. Any amendment adopted by the Region without the prior approval of the State bylaws chair shall **NOT** become effective until such approval has been obtained.

ARTICLE XI OFFICERS

Section 1. The officers of this Federation shall be a president, a president-elect, a vice president, a recording secretary and a treasurer.

Section 2. A term of office shall be one (1) year.

Section 3. Officers shall take office at the close of the annual State Convention at which they are elected and shall hold office until the close of the next following annual State

Convention and until their successors are duly elected or until removed by death, resignation or otherwise.

Section 4. The president-elect shall assume the office of president at the close of the annual State Convention next following her/his election.

Section 5. (a) In the event of death, resignation or incapacity of the president, the vice president shall become president for the unexpired term.

(b) A vacancy in the office of president-elect occurring between two annual State Conventions shall remain unfilled, and a president shall be elected at the next succeeding annual State Convention.

(c) A vacancy in any office other than president and president-elect shall be filled for the unexpired term by the Board of Directors.

Section 6. No honorary officers shall exist in this Federation.

ARTICLE XII NOMINATIONS

Section 1. A chairman of nominations shall be elected at the annual State Convention and shall be eligible to serve only one term. Election shall be by ballot if there is more than one nominee. A candidate for this chairmanship shall file for election in the same manner as those filing for elected office.

Section 2. It shall be the duty of the chairman of nominations to:

- a) Not later than December 1, notify, by telephone, e-mail, or regular mail each District Director that forms are available for download from the State web site for State Federation office;
- b) Request local organizations endorsing a member to submit name, information as to qualifications and federation experience, and to send picture of nominee on or before February 1;
- c) Receive the forms for persons endorsed by the local organization and prepare material to be published in the March issue of The Illinois Bulletin, and forward such material to the Bulletin Editor by the required date for publication in The Illinois Bulletin;
- d) Local organization endorsements shall specify the office for which the person is endorsed;
- e) Immediately inform local organizations in the event a vacancy occurs in the office of president-elect and request nominations for the office of president;
- f) Post the names, qualifications and photographs of each nominee prior to the opening of the annual State Convention;
- g) Report to the convention body at the appropriate time the slate of all local organization endorsed candidates;
- h) Post the names, qualifications and photographs of candidates nominated from the convention floor to the extent made available to the chairman of nominations, within thirty (30) minutes following the close of its first business meeting; and
- i) Encourage local organizations to propose and endorse qualified candidates

for such state office.

- Section 3. No one shall be nominated for any office unless they are an active member in good standing of a local organization and whose consent to serve has not been first obtained in writing.
- Section 4. Nominations may also be made from the floor.
- Section 5. In the event the chairman of nominations ceases to serve the president shall appoint a replacement, with the approval of the executive committee, to perform the duties and functions of the chairman of nominations.

ARTICLE XIII ELECTIONS

- Section 1. A president-elect, a vice president, a recording secretary and a treasurer shall be elected at each annual State Convention for the term of one (1) year. Election shall be by ballot for any office for which there is more than one (1) nominee.
- Section 2. No officer other than the recording secretary and treasurer shall be eligible to serve in the same elective office for more than one (1) term. The recording secretary and the treasurer shall not serve in the same elective office for more than two (2) consecutive terms.
- Section 3. Six (6) months or longer shall be considered a term of office when determining eligibility for re-election, except for the vice president serving the unexpired term of president.
- Section 4. Only employed members who are in current good standing shall be eligible for election to office.
- Section 5. No one shall be eligible for election to the office of president, president-elect, or vice president who has not served at least one (1) year on the Board of Directors and as a local organization president.
- Section 6. Only candidates who officially and publicly support the State and National Legislation Platforms shall be eligible for election to office.
- Section 7. A majority of all votes cast for a particular office shall constitute election.
- Section 8. Polls shall be open during the hours determined by the Executive Committee.
- Section 9. On the first day of the annual State Convention the president shall appoint a Judge of Election, an Inspector and not less than six Tellers, who shall arrange for the details of the election and shall take charge of same.
- Section 10. The Convention Body at annual State Convention shall elect a chairman of nominations. (See Article XII, Section 1.)

**ARTICLE X1V
DUTIES OF OFFICERS**

Section 1. The President shall be the principal officer of the State Federation, shall preside at meetings of the State Federation, at meetings of the Board of Directors and of the Executive Committee, and shall be an ex-officio member of all committees and shall:

- a) Appoint a parliamentarian, standing and special committees and the editor of The Illinois Bulletin subject to the approval of the Executive Committee;
- b) Serve as a member of the National Board of Directors as the official representative of Illinois following the pre-convention board of directors meeting;
- c) Cause to be sent to each local organization having membership in the State Federation the Call for the State Convention at least thirty (30) days prior to the first (1st) day of the State Convention;
- d) Ensure that the names and addresses of all state officers and committee chairmen are sent to the National Executive Offices immediately after their election or appointment;
- e) Request each local organization to submit names and addresses of local organization officers and chairmen by May 15th to the Business Office or to such person designated by the state president who shall forward the names of the local organization presidents to the National Executive Offices promptly;
- f) Appoint special committees on program, credentials, elections and general arrangements for the annual State Convention;
- g) Inform the national chairman of nominations of the names and qualifications of members in Illinois endorsed for national office;
- h) Forward to the National Executive Offices all state endorsements for national appointments;
- i) Interpret the National Executive program, policies, procedures and objectives to the State Federation; and
- j) Ensure that a coordinated program, including projects and activities, shall be developed for the ensuing year in accordance with the objectives of the National Federation.
- k) Ensure the bonding of the treasurer.
- l) Assist with preparing any information needed and answering any questions regarding the annual audit for the fiscal year in which served (Effective June 1st, 1998) APPROVED by State Convention Body APRIL 1997

Section 2. The president-elect shall:

- a) Perform the duties of the president in the absence of the president;
- b) Act as the representative of the president when requested;
- c) Serve as a member of the strategic long range plan committee.
- d) Serve in such capacities as assigned by the president; and
- e) Edit The Illinois Leadership Directory which shall be distributed under her/his supervision;
- f) Shall review the state bylaws and be responsible for preparing changes which will conform state bylaws to current national bylaws, review and approve proposed amendments and shall receive amendments proposed to Article XXIV, Section 3, which shall be presented to the Board of Directors for review and recommendation.

- Section 3. The vice president shall:
- a) Perform the duties of the president in the absence of the president and president elect;
 - b) Become president for the unexpired term in case of death, resignation or incapacity of the president;
 - c) Serve as ex-officio member of the issues management committee;
 - d) Serve as a member of the strategic long range plan committee; and
 - e) Serve in such capacities as assigned by the president.

- Section 4. The recording secretary shall:
- a) Take and record the minutes of the meetings of the State Federation, the Board of Directors and the Executive Committee. Minutes shall be written in duplicate and a copy thereof shall be sent to the president within two (2) weeks after adjournment of the meeting at which the minutes were taken;
 - b) Be custodian of the corporate records and of the seal;
 - c) Be responsible for filing Annual Reports with the Secretary of State, State of Illinois; and
 - d) See that all notices are duly given in accordance with the provisions of these bylaws.

- Section 5. The treasurer shall be responsible for all monies of the State Federation.
- a) Subject to approval of the Executive Committee, employ a certified accountant to audit the accounts annually;
 - b) Be responsible for the supervision of and recommendations on all fiscal matters of the Federation;
 - c) Present written reports at all meetings of the State Federation, the Board of Directors and the Executive Committee;
 - d) Present written reports at the annual convention;
 - e) Disburse funds only upon presentation of original bills and properly executed vouchers;
 - f) Serve as an ex-officio member of the finance and credentials committees;
 - g) Upon retiring from office, transfer to the successor all funds, securities and records of the Federation and take therefor a listed receipt; and
 - h) Notify persons holding State Federation securities of the change and address of the treasurer.
 - i) Assist with preparing any information needed and answering any questions regarding the annual audit for the fiscal year in which served. (Effective June 1st, 1998 as approved by State Convention Body April 1997)
 - j) Deposit all monies of the State Federation in a bank or banks selected by the Executive Committee. (*Effective with the closing of the state headquarters in Springfield 2003*)

Section 6. Each officer shall make a written report at the annual State Convention.

Section 7. Each officer shall deliver to the successor, immediately upon retiring from office, all accounts, records, books, papers and other property belonging to the State Federation.

**ARTICLE XV
BOARD OF DIRECTORS**

- Section 1. The Board of Directors shall consist of the elected state officers, the immediate past state president, state standing committee chairmen, Region Director, Region First Associate Director and Region Second Associate Director. The parliamentarian shall sit with the Board of Directors without vote.
- Section 2. Only employed individuals, who are active members in good standing shall be eligible to serve on the board of directors in positions requiring election at the state level. All other members of the board of directors shall be active members in good standing.
- Section 3. The Board of Directors shall transact business of the State Federation between conventions. It shall:
- a) Keep constant supervision of the affairs of the Federation and advise and develop measures for its growth and prosperity;
 - b) Transact all business of the Federation not otherwise specified to be done by the Federation at its annual State Convention;
 - c) Report to the Federation at each annual State Convention the business transacted by it during the preceding year;
 - d) Propose amendments to the bylaws and consider and make recommendations regarding proposed amendments to the bylaws; and
 - e) Consider all recommendations of committee chairmen before the recommendations are presented to the Convention body.
- Section 4. At the option of the president or upon the written request of any member of the Board of Directors to the president, a vote of the Board of Directors may be taken by mail. Such vote shall have the force and effect of a vote taken at the meeting.
- Section 5. Meetings of the Board of Directors shall be held at least three (3) times each year;
- a) Immediately preceding the annual State Convention;
 - b) Immediately after the annual State Convention;
 - c) Mid-year, or at such time as the Executive Committee shall designate;
 - d) Special meetings of the Board of Directors may be called by the president at any time and shall be called by the president upon request of five (5) members of the Board of Directors. The notice shall designate the time, place and purpose of the meeting and shall be given at least fifteen (15) days in advance of the date for which the meeting is called. The business to be transacted at any special meeting shall be stated in the Call and no other business except that stated shall be transacted at such meeting.
- Section 6. No member shall have more than one vote and no voting by proxy shall be allowed.
- a). Any Region Director or Associate unable to attend a board of directors meeting may designate in writing, another member of her/his Region to sit as a voting member on the Board. This written designation must be submitted to the Secretary of the Federation prior to the roll call of the Board of Directors.
 - b). If a member serving as a standing committee chairman also serves as a voting member in another capacity or cannot attend the board meeting, she/he may designate a member of his/her committee, in writing, to act in her/his place as a voting representative. This written designation must be submitted to the Secretary

of the Federation prior to the roll call of the Board of Directors.

Section 7. A majority of the voting members shall constitute a quorum, provided that two are members of the executive committee.

Section 8. In the event of a state or national emergency declared by the Governor of Illinois or by the President of the United States, the Board of Directors shall set up machinery to carry on the business of the State Federation.

ARTICLE XVI THE EXECUTIVE COMMITTEE

Section 1. The elected officers of the Illinois Federation shall constitute the Executive Committee. The immediate past president may attend without vote. The Parliamentarian may be invited to attend without vote.

Section 2. The Executive Committee shall transact the business of the State Federation between meetings of the Board of Directors, Specific duties shall be:

- a) Act in an advisory capacity to the president;
- b) Ratify appointment of a parliamentarian who shall sit with the Board of Directors without vote and who shall serve at the State Convention;
- c) Ratify appointments of standing committees, special committees and other appointments where approval is required;
- d) Authorize person to collect dues under the state treasurer's supervision;
- e) Insure that the President, Treasurer, and other persons entrusted with the handling of funds or property of the State Federation be sufficiently bonded. Premium of such bond shall be paid from State Federation Funds;
- f) Approve the bank or banks in which the funds of the Federation are deposited;
- g) Be responsible for having an annual audit of accounts of the treasurer by a certified public accountant;
- h) Approve applications for membership of new local organizations;
- i) Create a special committee when necessary to carry out a specified task which does not fall within the responsibility of any standing committee;
- j) Establish hours the polls shall be open for election of officers; and
- k) Report to the Board of Directors the business transacted by the Executive Committee since the previous meeting of the Board of Directors.
- l) The Executive Committee shall take action on any proposed endorsement of members from the State Federation for National or International appointment.
- m) Compile the lists of the officers and chairmen of each member local organization.
- n) Have full charge of the permanent files of the State Federation.

Section 3. Meetings of the Executive Committee shall be held:

- a) Preceding the annual State Convention;
- b) When called by the president;
- c) When called by a majority of the Executive Committee upon five (5) days prior written notice to every member; and
- d) By conference call of the president or by majority of the members of the Executive Committee.

Section 4. Three (3) members of the Executive Committee shall constitute a quorum for a

meeting of the Executive Committee.

- Section 5. A vote of the Executive Committee may be taken by mail, facsimile (fax) or email at the written request of the president. Such vote shall have the force and effect of a vote taken at a meeting.

ARTICLE XVII STANDING COMMITTEES AND TASK FORCES

- Section 1. The standing committees of the State Federation shall be bylaws, finance, foundation, individual and leadership development, issues management, legislation, membership, public relations and young careerist.
- Section 2. Only individuals, who are active members in good standing, shall be eligible to serve as chairmen of standing committees.
- Section 3. Committee chairmen and members shall be appointed for a term of one (1) year and may be reappointed. No person shall serve more than three (3) consecutive years on the same committee.
- Section 4. The bylaws committee shall review the local organization and region bylaws and be responsible for preparing changes which will conform with current national and state bylaws; review and approve proposed amendments to local organization and region bylaws and may propose and shall receive amendments proposed pursuant to Article XXIV, Sections 3 & 4. Amendments proposed pursuant to Article XXIV, Section 3, shall be presented to the Board of Directors for review and recommendation. Members may be appointed to the bylaws committee when, in the opinion of the Executive Committee, special circumstances so require.
- Section 5. The finance committee shall be comprised of a chairman and four (4) members.
- The finance chairman shall serve as a member ex-officio without vote on all committees whose programs require the expenditure of monies.
- It shall be the duty of the committee to prepare an annual budget which includes a balanced Unrestricted Fund for the State Federation beginning with the 1996-97 year, to have general supervision of all expenditures, and to assist local organizations and regions in developing a sound financial policy.
- Section 6. The foundation chairman shall promote interest in and support of the National Business and Professional Women's Foundation.
- At the discretion of the president with the approval of the Executive Committee, additional members may be appointed to the foundation committee.
- Section 7. The individual and leadership development committee shall be comprised of a chairman and at least three (3) members.

It shall be the duty of this committee to develop and maintain a training manual for officers and chairmen and provide training for newly elected and potential leaders through seminars and workshops.

It shall be the duty of this committee to promote interest in and direct the Individual Development Course, prepare materials and conduct a workshop for IDC instructors.

Section 8. The legislation committee shall be comprised of a chairman, vice chairman, region legislation chairmen and BPW/PAC coordinator. Additional members may be appointed to the legislation committee when, in the opinion of the Executive Committee, circumstances so require.

The legislation committee shall prepare and present to the convention body a legislative platform.

The Executive Committee, the Board of Directors, local organizations or the legislation committee may propose changes to the state legislative platform.

It shall be the duty of the committee to receive proposed changes to the platform and to make recommendations on all proposed changes.

It shall be the duty of the legislation committee to cooperate with other committees whose programs may be implemented by legislative or administrative action.

The chairman shall present the National Legislative Platform to the convention body for discussion and recommendations.

The committee shall implement the legislative programs adopted by the National Federation and the State Federation.

Section 9. The membership committee shall be comprised of a chairman and subcommittee chairmen for retention, recruitment and expansion.

It shall be the duty of the committee to promote, expand, retain and orient the membership of the Federation.

Section 10. The vice president shall serve as chairman of the program committee. The committee shall be comprised of the finance, foundation, individual and leadership development, issues management, legislation, membership, public relations and young careerist chairmen. It shall be the duty of the program committee to develop a coordinated program, projects and activities for the ensuing year in accordance with the objectives of the Federation and to develop plans for expansion and development.

Section 11. The issues management committee shall be comprised of a chairman and members. The vice president shall be an ex-officio member of the issues management committee. It shall be the duty of the committee to assist the vice president in implementing the program, projects and activities for the ensuing

year in accordance with the objectives of BPW/USA.

At the discretion of the president with the approval of the Executive Committee, additional members may be appointed to the issues management committee.

Section 12. It shall be the duty of the public relations committee to interpret the national and state program through available communications media; to direct press, radio and television services of the State Federation; and to encourage wider use of these media.

At the discretion of the president with the approval of the Executive Committee, additional members may be appointed to the public relations committee.

Section 13. The young careerist committee shall be composed of a chairman and members. It shall be the duty of the young careerist committee to:

- a) encourage recruitment of young individuals into membership;
- b) organize and coordinate the Young Careerist Program;
- c) promote activities that involve the participation of young people.

At the discretion of the president with the approval of the Executive Committee, additional members may be appointed to the young careerist committee.

Section 14. Task Forces shall be appointed as necessary to deal with specific issues of current concern to implement the objectives of the Federation.

ARTICLE XVIII

(formerly Executive Secretary – left blank to avoid reference errors with renumbering)

ARTICLE XIX STATE CONVENTION

Section 1. The Federation shall hold an annual State Convention in the spring of each year at the place designated by the Federation at the annual State Convention held in the spring five years prior thereto, or by the Board of Directors. The time of the annual State Convention shall be fixed by the state president with the approval of the Executive Committee.

Section 2. The voting body at State Convention shall be any individual who has paid the full registration fee and is a member in good standing. An individual holding dual membership in two local organizations shall be entitled to only one vote. An individual holding dual membership in Illinois and another State shall be entitled to only one vote. A member at Large who has designated the Illinois Federation to receive the State share of dues shall be entitled to one vote.

Section 3. No member shall have more than one vote, and no voting by proxy shall be allowed.

Section 4. Fifty (50) delegates shall constitute a quorum for any State Convention.

Section 5. It shall be the purpose of the State Convention to:

- a) Receive reports of the officers and chairmen for the preceding year;
- b) Act upon recommendations, resolutions and other business presented to the convention;
- c) Elect officers for the ensuing term;
- d) Adopt a budget;
- e) Consider and adopt a state legislative platform;
- f) Elect a chairman of nominations;
- g) Consider recommendations from the National Federation;
- h) Take action on any proposed endorsement of members from the State Federation for National office;
- i) Select a representative to serve on the National Legislative Platform Committee;
- j) Consider proposed changes in National bylaws;
- k) Consider proposed changes in current National Legislative Platform for submission to National Legislation Committee; and
- l) Present the National program for the ensuing year.

ARTICLE XX PUBLICATION

- Section 1. This Federation each year shall publish at least four (4) issues of an official publication to be known as *The Illinois Bulletin*.
- Section 2. The editor of *The Illinois Bulletin* shall be appointed by the president with the approval of the State Executive Committee for all administration procedures.
- Section 3. An advertising manager may be employed by the state president with the approval of the State Executive Committee at a salary and/or commission to be determined by the State Executive Committee.

ARTICLE XXI REPRESENTATION AT NATIONAL CONVENTION

The voting body at the National Convention shall be any individual who has paid a full conference registration fee and is a member in good standing.

ARTICLE XXII RESOLUTIONS OR ENDORSEMENTS

- Section 1. All resolutions or endorsements shall be presented to the annual State Convention only through the resolutions committee of the Illinois Federation, which committee shall be appointed by the state president prior to the opening session of the convention. All resolutions shall be submitted to the resolutions committee prior to the close of the afternoon business session the first day of the convention and shall be presented by the committee to the convention body with a recommendation of the committee.

**ARTICLE XXIII
PARLIAMENTARY AUTHORITY**

Section 1. The rules of parliamentary practice comprised in Roberts Rules of Order, Newly Revised, shall govern all proceedings of the State Federation, the Board of Directors and the Executive Committee, subject to such special rules as have been or may be adopted.

**ARTICLE XXIV
AMENDMENTS**

Section 1. The Corporate Charter of the Illinois Federation of Business and Professional Women's Clubs may be amended at any annual State Convention, notice of such amendments having been sent to all local organizations at least sixty (60) days before the annual State Convention. Proposed amendments shall require a two thirds (2/3) vote of those present and voting for adoption.

Section 2. These bylaws may be amended at any annual State Convention or at any adjourned session thereof, or at any special meeting called for that purpose, provided there has been compliance with either Section 3 or 4 below.

Section 3. Except as provided in Sections 4 and 5, amendments to these bylaws may be proposed only by the Board of Directors, the Executive Committee, a region, a local organization, or the State bylaws committee.

All proposed amendments shall be sent, in writing to the state president with a copy to the President Elect at least forty-five (45) days before the annual State Convention.

Notice of all proposed amendments shall be sent in writing to all local organizations at least forty (40) days in advance of the meeting at which action is to be taken.

The President Elect shall present amendments proposed pursuant to this Section 3 to the Board of Directors for review and recommendation.

The proposed amendment shall require a two thirds (2/3) vote of those present and voting for adoption.

Section 4. Amendments to these bylaws may also be proposed by two (2) members in good standing from two (2) different regions. Such proposed amendments shall be submitted in writing to the recording secretary or to the chairman of bylaws, signed by two (2) members in good standing from two (2) different regions and shall be read to the convention at a meeting preceding that at which the vote is to be taken. The proposed amendment shall require a unanimous vote of those present and voting for adoption.

Section 5. Article X of these bylaws may be amended by the Executive Committee if (a) a new local organization is chartered, (b) the Executive Committee authorizes a local organization to become a member of a region other than the one of which it

is a member, or (c) authorizes a local organization to change its name. Such amendment shall reflect the approved change in region composition or local organization name. Such change or changes shall be reported at the next annual State Convention.

Section 6. When an amendment is adopted to the national bylaws which affects state bylaws, the state bylaws shall be automatically amended to conform.

Section 7. When an amendment is adopted to the national or state bylaws which affects local organization bylaws, each local organization shall automatically amend its bylaws to conform.

Section 8. All amendments to these bylaws, with the exception of mandatory changes, shall be forwarded to the National Executive Offices for review.

Any conflict shall be resolved in accordance with National Federation policy and procedure.

If possible, proposed amendments, other than a mandatory change, shall be sent to the National Executive Offices for review at least sixty (60) days in advance of presentation at State Convention. If an amendment, other than a mandatory change, is adopted before approval by the National Executive Committee, such amendment shall be contingent upon approval of the National Executive Committee.

ARTICLE XXV DISSOLUTION

Upon dissolution of this organization all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption upon Section 501(c)(3) of the Internal Revenue Code, or to the Federal government, or to a State or local government, for a public purpose, and none of the assets will be distributed to any member, officer or trustee of this organization.

ARTICLE XXVI STATE HEADQUARTERS RESERVE FUND COMMITTEE

Section 1. The State Headquarters Reserve Fund Committee shall be comprised of seven (7) members. The state president and state treasurer are ex-officio members.

Section 2. Only individuals, who are active members in good standing, shall be eligible to serve on the State Headquarters Reserve Fund Committee.

Section 3. Committee members shall be appointed for a term of seven (7) years and may be re-appointed. No person shall serve more than two (2) terms. Appointments are made in December of each year.

Section 4. The State Headquarters Reserve Fund Committee shall administer the fund. Specific duties shall be:

- a) Employ the professional services of an investment counselor for management of the fund;
- b) Maintain an investment portfolio in accordance with the investment guidelines outlined in the Policies and Procedures;
- c) Report to the Board of Directors and the convention body the activities of the committee since the previous meeting.

Approved state bylaws with all amendments thru convention 2005

Approved state bylaws with all amendments thru convention 2006

Approved state bylaws with all amendments thru convention 2007

