

The 20-30-40 Glass Society of Illinois

Incorporated: May 20, 2005

By-Laws: Adopted: February 18, 2006

Article I – Name and Purpose

Section 1 – Name: This organization is incorporated under the State Laws of Illinois and shall be known as The 20-30-40 Glass Society of Illinois, hereafter referred to as THE SOCIETY. The Society was organized as a non-profit, non-political, educational and social organization.

Section 2 – Purpose: The purpose of The Society shall be education and the preservation of American made glassware of the 1920's, 30's and 40's.

Article II – Membership, Dues and Voting

Section 1 – Membership: The Society shall have four types of membership: General, Honorary, Dedication and Accomplishment and Associate.

Section 2 – Membership Eligibility:

- ◆ General Membership will be open to all persons who have reached the age of eighteen (18) and upon payment of annual dues.
- ◆ Honorary Membership will be recommended by a written nomination, signed by 25 members and approved by the Board of Directors and approved by the General Membership by a majority vote at a General Society meeting. Honorary members will have no voting privileges and will be exempt from membership dues.
- ◆ Dedication and Accomplishment Membership will be a general member who has distinguished themselves by virtue of service to and promotion of The Society. Dedication and Accomplishment Membership shall be by written recommendation including Society merits and accomplishments, signed by 25 members, approved by the Board of Directors and approved by a majority vote at a General Society meeting. Dedication and Accomplishment Members shall not be exempt from membership dues.
- ◆ Associate Membership will be for a one time function to a designated person/s as an acknowledgement of good will to those who support/speak for The Society. Associate Members do not pay annual dues, nor receive The Society Page, don't attend general meetings, nor have any voting privileges.
- ◆ Existing Honorary and Dedication and Accomplishment Members and Charter Members are guaranteed their designation by the adoption of these By-Law Revisions dated February 18, 2006.

Section 3 – Voting: General and Dedication and Accomplishment members in good standing are eligible to cast one vote on any matter coming before The Society's membership. A quorum of any called meeting of The Society will consist of those members in attendance. Voting by proxy will not be permitted.

Article III – Meetings and Elections

Section 1 - Meetings: The Society will have a minimum of three (3) general meetings each year. All notifications of general meetings to the membership shall be in writing and at least two weeks prior to the meeting date. Special meetings may be called by the President or Board of Directors.

Section 2 – Election of Officers: The Election of Officers shall be made available to all members in good standing at the October General Meeting. The slate of nominees shall be presented to the Board of Directors in writing by the nomination committee at the July Board Meeting announced at the August General Meeting and published along with biographies in the September-October Society Page. Additional nominees to the slate must be submitted in writing, with the nominee's consent letter and biography mailed to and received by the Recording Secretary by September 1st. When there are multiple nominees for an office, voting will be by secret ballot. The Recording Secretary, Membership Secretary, Nominating Committee, and the Parliamentarians shall count the ballots. The counted ballots shall be sealed and kept for three months and then destroyed by the Recording Secretary. An absentee ballot must be requested from the Recording Secretary in a timely manner. The ballot must be received by the Recording Secretary no later than fourteen (14) days prior to the October General Meeting.

Section 3 – Procedure: Roberts Rules of Order shall be in force at all meetings of The Society.

Article IV - Officers

Section 1 - Number and Term of Officers: The Society shall have five (5) Officers: President, Vice-President, Recording Secretary, Membership Secretary, and Treasurer. Term of officers will be one (1) year. Officer Eligibility: Nominee must be a Society member and have been for the two (2) previous consecutive years and have held a position on the Board of Directors or as a committee member at least one (1) year. Vacancies: A vacancy in any office, other than the five (5) officers, because of death, resignation, removal, disqualification or otherwise, may be filled by the President with a majority vote by the Board of Directors for the unexpired portion of the term. In the event of a vacancy in the office of an Officer, the President shall recommend a candidate to fill that vacancy, subject to a

majority vote by the Board of Directors, to serve until an election is held at the next election meeting of The Society. The President, in the event of a tie in voting, shall then be entitled to vote.

Section 2 – President: The President shall preside over all General Membership Meetings and Board Meetings. The President shall call special meetings and perform such other duties as are necessary for the welfare of The Society. The President shall appoint standing committee chairpersons except for the Audit Committee and Nominating Committee prior to the January board meeting, who shall serve until the end of the President’s term. The President is an ex-officio member of all committees. By the first board meeting, the President shall appoint a person from the Board of Directors who shall solicit two members from the General Membership for the audit committee. They shall appoint their chairperson from the three and shall audit the books of The Society from the prior calendar. The President shall appoint one (1) member from the Board of Directors and two (2) members from the General Membership to form a yearly Nominating Committee of three (3) in May. The Nominating Committee shall appoint their chairperson from the three.

Section 3 – Vice-President: The Vice-President shall assume the duties of the President should that office become vacant and shall preside at meetings when the President is unable to attend. The Vice-President shall arrange for the meeting location and educational programs of all meetings and carry out other assignments at the request of the President.

Sections 4 – Recording Secretary: The Recording Secretary will keep accurate minutes of general and Board of Director meetings and shall maintain all official records of The Society. The Recording Secretary will handle all correspondence, keep the membership informed of any and all Society activities, and maintain accurate files of same.

Section 5 – Membership Secretary: The Membership Secretary shall keep an accurate record of the membership and collect dues with timely transmittal to the Treasurer. The Membership Secretary shall also compile an annual membership directory or amended directory supplement and distribute it to all members in good standing.

Section 6 – Treasurer: The Treasurer shall maintain the financial records of The Society and shall be responsible for overseeing all monies of The Society. The Treasurer will be responsible for issuing payment for all general Society obligations. The Treasurer shall prepare monthly reports and an annual printed financial statement for all accounts and investments for the first general meeting in the following year. Signatures for accounts that have a committee chairperson shall consist of the Treasurer, President and that Chairperson. For all other accounts the signatures shall consist of the Treasurer, President, and Vice President.

Article V – Board of Directors

Section 1 – Composition: The Society Board of Directors shall consist of the five elected officers, appointed members-at-large, the committee chairpersons from the standing committees and Ex-Officio. The Board of Directors may add to its membership by appointment, i.e. legal council or executive secretary or other, as deemed necessary.

Section 2 – Meetings: The Board of Directors shall have at least five (5) meetings per year and have authority over the activities and assets of The Society.

Section 3 - Voting: A quorum of the Board of Directors shall be ten (10) and only those directors in attendance are eligible to vote. Recognized attending committee members shall each get a vote.

Section 4 – Standing and Special Committees: All Chairpersons are appointed by the President with the exception of the Audit Committee and Nominating Committee. The Board of Directors at any time may add or delete Standing and Special Committees and will establish the assigned responsibilities of the Chairpersons. Standing and Special Committees must consist of a minimum of two members.

STANDING COMMITTEES

- Acquisition and Preservation Committee
- Audit Committee
- Bingo Prize Committee
- By-Laws and Job Description Committee
- Collector’s Market Committee
- Food Service Committee
- Fund Raising Committee
- Historian Committee
- Hospitality Committee
- Library Committee
- Newsletter Committee
- Nominating Committee
- Parliamentarians Committee
- Photography Committee
- Property Committee
- Show Committee

Article VI – Revisions

Section 1 - By-Laws: Any proposed revisions from the General Membership thereto must be submitted in writing to the Secretary to present to the Board of Directors at least 60 days prior to the next scheduled general meeting. The Recording Secretary will present the proposed revisions to the President, who shall forward them to the By-Laws committee for review. The By-Laws Committee will review all submitted proposed revisions and present to the Board of Directors for review and vote. Denied proposed revisions by the Bylaws Committee and the Board of Directors will be presented to the General Membership. Proposed revisions to the By-Laws must be summarized in the written notice for the meeting at which they are to be voted on. By-Laws revision may be adopted at any general meeting by a majority vote of members present and entitled to vote.

Article VII – Terminations

Section 1 - Officers and Board Members: An officer or member of the Board of Directors may be removed from office by a two-thirds affirmative vote of all the members present and entitled to vote at a general meeting, whenever, in their judgment, the best interests of The Society will be served thereby, or in the event of the disability of an officer, or neglect in performance of duty. The officer or member of the Board of Directors to be removed from office shall have been formally notified in writing at least thirty (30) days prior to the meeting and given the opportunity to appear and speak in his/her behalf at the meeting prior to the final vote.

Section 2 A member may be expelled from The Society for cause by a two-thirds affirmative vote of all the members present and entitled to vote at a general meeting, whenever, in their judgment, the best interests of The Society will be served. The member to be removed shall have been formally notified in writing at least thirty (30) days prior to the meeting and given the opportunity to appear and speak in his/her behalf at the meeting prior to the final vote.

Article VIII – Miscellaneous Provisions

Section 1 – Indemnification of Officers and Directors: The corporation will indemnify any and all directors or officers or former directors and officers against expenses actually and necessarily incurred by them in connections with the defense or settlement of any action, suit or proceedings in which they, or any of them, are made parties, or a party, by reason of being or having been a director/ officer of the corporation, except in relation to matters as to which any director or officer, former director or officer, or person shall be adjudged in such action, suit or proceeding, to be liable for willful misconduct in the performance of duty and to such matters as shall be settled by agreement predicated on the existence of such liability.

Section 2 – Fiscal Year: The treasury and membership records of The Society shall be maintained on a calendar year basis.

Section 3 – Accounts and Investments: Funds of The Society shall be promptly deposited at a financial institution designated by the Board of Directors. Funds not needed for current operations shall be deposited in investments or certificates as authorized by the Board of Directors. The Audit Committee will audit records of the General Treasury and Special Funds by the end of February. No asset of The Society shall benefit any officer or member.

Section 4 – Purchases – Expenditures: The Board of Directors must pre-approve contractual and budgeted obligations over \$1,000. The Board of Directors must pre-approve all non-budgeted purchases and expenditures over \$200.00

Section 5 – Budgets: The Treasurer shall prepare an annual budget prior to the last Board of Directors' meeting of the year and that budget is to be approved by the Board of Directors at the meeting for the ensuing year. All Standing Committee Chairpersons shall prepare and present respective budgets to the Treasurer for incorporation into The Society's annual budget.

Section 6 - Death of a Member: Send flowers or a plant, not to exceed \$100.00, at the discretion of Treasurer and Secretary.

Section 7 – Memorials: Monetary or property memorials shall be recommended by the Board of Directors and voted on by the general membership.

Section 8 – Contributions: All contributions to outside organizations should be in accordance with our stated purpose in Article I, Section 2, approved by the Board of Directors and voted upon by the general membership.

Article IX –Dissolution

The Board of Directors, by vote, may recommend that The Society be dissolved and that the question of such dissolution and a plan of dissolution be submitted to a vote at a subsequent general meeting of members. Written notice of the general meeting shall highlight the plan of dissolution and be mailed at least 30 days in advance. At the general meeting, a two-thirds affirmation of a roll call vote of members present and entitled to vote shall be required to approve a resolution and plan of dissolution.

The plan of dissolution must contain stipulations that all assets, records, and monies of The Society shall be frozen for six (6) months after which shall be disbursed solely for the education about and preservation of American made glassware of the 1920's, 30's and 40's. Included in the dissolution plan shall be non-profit glass museums owned by Collectors' Clubs such as, but not limited to, the National Heisey Collectors of America, Fostoria Glass Society of America and National Duncan Glass Society as beneficiaries.