

LINCOLN PARK LAGOONERS

BY – LAWS

REVISED 5/14/2003

ARTICLE I: NAME

The name of this corporation shall be the Lincoln Park Lagooners, hereinafter referred to as “LPL”

ARTICLE II: PURPOSE

The purpose and objectives of LPL shall be as follows:

- A. The Lincoln Park Lagooners (LPL) is a Gay and Lesbian social organization open to any interested person. Established in 1977 as a not-for-profit group, the Lagooners continue to serve the Chicago area through social activities, including sports, recreational, cultural, and charitable events. LPL promotes activities that foster friendship and cultivate camaraderie among a diverse membership.
- B. To promote interaction among member of LPL through social and athletic activities and to provide recreational and athletic equipment for the use of members.
- C. To organize social and athletic events in order to promote social interaction among members.
- D. To operate exclusively for pleasure, recreation , and other non-profit purposes, and so that no part of any net earnings shall inure to the benefit of any member, director or officer.
- E. To have and exercise all rights and powers conferred upon corporations under the laws of the State of Illinois, provided, however, that LPL is not empowered to engage in any activity that in itself is not in furtherance of its purposes as set forth in paragraphs A through C of this Article.

ARTICLE III: MEMBERSHIP

To participate in an LPL sponsored event, or to become a member of the Lincoln Park Lagooners, you must be 21 years of age.

Section I: Active Members

Upon payment or renewal of dues, an individual shall be entitled to Active Member status. In the event payment of dues is suspended, an individual shall be entitled to Active Member status if he/she has attended at least two (2) separate LPL sponsored events in the previous 16 months.

Section II: Temporary Members

Upon payment of temporary dues or in the event payment of dues is suspended, an individual shall be entitled to Temporary Membership status if the prospective member has attended at least two (2) separate LPL sponsored events in the previous 16 months.

ARTICLE IV: MEMBERSHIP PRIVILEGES

LPL members shall have the following privileges:

Section I: Active Members

Active Members shall have the privilege of participating in all activities and events sponsored by LPL, use of athletic and recreational equipment (subject to the rules established by the Inventory Committee), voting at general and special membership meeting, election to Central Committee and holding office.

Section II: Temporary Members

Temporary Members shall have all privileges as defined by the Central Committee, except as otherwise limited by these By-Laws. Temporary Members are entitled to received all LPL mailings.

ARTICLE V: DUES

Section I: Amount of Dues

The Central Committed shall recommend to the membership the amount of dues. The membership at a general meeting shall determine, by majority vote of the voting members, the amount of dues. Prior to said general meeting, the Central Committee shall provide notice pursuant to Article VI Section IV, of the amount of dues recommended. The amount of dues shall become effective immediately on approval by the membership.

Section II: Payment of Dues

Dues shall be payable on an annual basis.

Section III: Temporary Dues

By majority vote, the Central Committee shall determine the amount of and period covered by temporary dues.

ARTICLE VI: GENERAL AND SPECIAL MEETINGS

Section I: General Meetings

One (1) annual general meeting of the members shall be held each year in April. The meeting shall be for the purpose of electing members to the Central Committee and a review of such other pertinent matters of business that may be brought before the membership. At its discretion, the Central Committee may call general membership meetings at other reasonable times during the year.

Section II: Special Meetings

Special meetings may be called for any purpose as follows: By a majority vote of the Central Committee; or by submitting to the Central Committee a petition signed by one-fourth (1/4) of the Active Members, or twenty-five (25) Active Members, whichever is less.

Section III: Scheduling of Meetings

The Central Committee shall set a reasonable date, time and place for general and special meetings.

Section IV: Notice

The Central Committee shall deliver written notice to all Active Members, stating the purpose, date, time and place of general and special meetings, not less than seven (7) days nor more than forty (40) days before the date of said meeting. The Central Committee shall deliver written notice (for general

& special meetings) by first-class mail directed to the address of an Active Member, or the e-mail address of an Active Member, as it appears on LPL records.

Section V: Quorum

Ten percent (10%) of the voting members or twenty-five (25) in attendance, whichever is less, at a general or special meeting shall constitute a quorum.

ARTICLE VII: VOTING

Section I: Voting Members

Only Active Members shall be entitled to vote.

Section II: Proxies

Voting by proxy shall be allowed, except under those circumstances provided for elsewhere in these By-Laws. Only a voting member of LPL can hold and vote a proxy. A member shall be entitled to hold and vote only one (1) proxy vote per meeting. To be valid, a proxy must state the name of the granting member, the name of the member who holds the proxy and the date of the meeting at which the proxy is to be exercised. All proxies must be in writing and presented to and registered with Secretary prior to the commencement of business. A proxy shall be valid only at the meeting for which it was granted.

ARTICLE VIII: BOARD OF DIRECTORS

Section I: Name

The Board of Directors shall be referred to as the Central Committee.

Section II: Members

The Central Committee shall consist of nine (9) members, who shall be voting members of LPL.

Section III: Term of Service

Each Central Committee member shall serve from the first meeting of the Central Committee immediately following their election at the annual meeting until the first Central Committee meeting immediately following the one-year anniversary of their election to the Central Committee.

Section IV: Vacancies

If a vacancy shall occur on the Central Committee for any reason, the Central Committee shall elect an Active Member of LPL to fill the vacancy until the next general membership meeting. At the next general membership meeting, the members shall elect an Active Member of LPL to fill the vacancy. The newly-elected Central Committee member shall serve the remainder of the unexpired term. Article IX shall govern the election procedures followed at the general membership meeting to fill vacant memberships on the Central Committee.

Section V: Removal

The Active Members, by a two-third (2/3) vote of the voting members present at any general or duly-called special meeting may remove any member of the Central Committee for malfeasance, actions illegal under statute or these By-Laws or for any other just and due cause. In a vote to remove a Central Committee member, voting by proxy shall not be allowed.

ARTICLE IX: NOMINATION AND ELECTION OF THE CENTRAL COMMITTEE

Section I: Nominations

Nominations for members of the Central Committee shall be presented to the membership by the Nominating Committee at the annual meeting. In the event, the Nominating Committee does not submit a sufficient number of candidates to fill all Central Committee positions, nominations shall be taken from the floor.

Section II: Election

The nine (9) nominees receiving a plurality of votes at the annual meeting shall be elected to the Central Committee.

Section III: Balloting

Each voting member shall be entitled to a number of votes equal to the number of seats on the Central Committee to be filled. No member may cast more than one (1) vote for any nominee. In case of a tie for the last seat to be filled, a runoff election shall immediately be held, with each voting member entitled to one (1) vote.

Section IV: Tallying the Ballots

The Election Committee shall distribute, collect, and count all ballots. The Chairperson of the Central Committee may appoint additional tellers to assist the Election Committee.

ARTICLE X: OFFICERS

Section I: Officers

The officers of LPL shall consist of a Chairperson, Vice-Chairperson, Secretary and Treasurer. The officers of LPL must be members of the Central Committee.

Section II: Election

The Central Committee shall elect all officers at the first Central Committee meeting immediately following the annual meeting.

Section III: Term of Office

The officers shall serve from the first meeting of the Central Committee following their election to the Central Committee at the annual meeting until the first Central Committee meeting immediately following the one-year anniversary of their election to the Central Committee.

Section IV: Vacancies

If one of the offices becomes vacant for any reason, the Central Committee shall elect a Central Committee Member to serve the unexpired term.

Section V: Removal

The Central Committee by a vote of six (6) members at a duly-called meeting of the Central Committee may remove any officer and or other Central Committee member for malfeasance, actions illegal under statute or these By-Laws, or for any other just and due cause.

Section VI: Rules of Conduct and Organization of the Central Committee

The Central Committee by a vote of six (6) members thereof, shall establish rules of conduct and organization of the Central Committee as a whole from the first meeting of the Central Committee following their election to the Central Committee at the annual meeting until the first Central Committee meeting immediately following the one-year anniversary of the election to the Central Committee.

ARTICLE XI: DUTIES OF OFFICERS

Section I: Duties of Chairperson

The Chairperson shall be the principal officer of LPL and shall, in general, supervise and control all the business an affairs of LPL. He/she shall preside at all meetings of the members and of the Central Committee. He/she shall sign, with any appropriate officer, instruments that the Central Committee has authorized to be executed, except in cases where the signing shall be expressly delegated by the Central Committee. With advice and consent of the Central Committee, the Chairperson shall appoint or remove the chairperson of committees, appoint or remove members of committees and establish or dissolve non-standing committees.

Section II: Duties of Vice-Chairperson

In the absence of the Chairperson, or in the event of his/her inability or refusal to act, the Vice-Chairperson shall perform the duties of the Chairperson and when so acting, shall have all the powers of, and be subject to all the restrictions upon, the Chairperson. The Vice-Chairperson shall be an ex-officio member of all committees, except under those circumstances provided for elsewhere in these By-laws, and shall be responsible for maintaining a schedule of al LPL events. In general, the Vice-Chairperson shall assist the Chairperson in the performance of all his/her duties.

Section III: Duties of Treasurer

The Treasurer shall be responsible for all funds an securities of LPL, receive and receipt monies payable to LPL and deposit all such monies in the name of LPL in depositories as the Central Committee shall select. The Treasurer, in conjunction with the Secretary, shall prepare and file all regulatory forms required by governmental agencies, and in general perform all the duties incident to his/her office and such other duties the Chairperson and the Central Committee may assign.

Section IV: Duties of Secretary

The Secretary shall keep the minutes of the general membership and Central Committee meetings, provide notice in accordance with these By-Laws, maintain the corporate records and perform all duties incident to his/her office and such duties the Chairperson and the Central Committee may assign.

ARTICLE XIII: DUTIES OF THE CENTRAL COMMITTEE

Section I: Meetings

The Central Committee shall meet within thirty (30) days after the annual general membership meeting and at other times as deemed necessary. The Central Committee, by majority vote, shall select the times, dates and places for its meetings.

Section II: Notice of Meetings

The Central Committee shall provide all its members with reasonable notice of the times, dates and places of its meetings. Any Central Committee member may waive notice, except where that member attends solely for the purpose of challenging the legality of the meeting, and so advises the Central Committee upon his/her arrival.

Section III: Quorum

Six (6) Central Committee members shall constitute a quorum.

Section IV: Financial Responsibility

Matters involving purchases, contracts or other obligations where a check must be written, approval must be obtained from six (6) members of the Central Committee. Such approval may be by Central Committee members present at a meeting or by proxy voting for approval. Absent such approval, any Central Committee member who makes a purchase, signs a contract or makes any financial obligations shall assume full financial and legal responsibilities therefore.

Section V: Proxies

Voting by proxy shall not be allowed to establish a quorum at Central Committee meetings.

Section VI: Countersignatures

All checks, drafts, or other orders drawn on any accounts held in the name of LPL shall require the signatures of two (2) of the Central Committee officers.

ARTICLE XIII: COMMITTEES

Section I: Standing Committees

The standing committees of LPL shall be as follows: Election, Inventory, Membership, Newsletter and Nominating Committees and other committees as are deemed necessary by the Central Committee.

Section II: Duties and Requirements of Standing Committees

- A. The Election Committee shall consist of three (3) Active Members, one (1) of whom must be a Central Committee member. No member of the Election Committee shall also be a member of the Nomination Committee. The Election Committee shall establish procedures for all elections and shall distribute, collect and tally all ballots for the election of members to the Central Committee and shall report the results of such elections to the Chairperson.
- B. The Inventory Committee shall be responsible for storing, maintaining and control of all items of inventory held by LPL and shall establish procedures for the borrowing of any item of inventory.
- C. The Membership Committee shall be responsible for establishing procedures for controlling and maintaining the membership records and mailing list of LPL and for developing programs to encourage the recruitment of new members. The Membership Committee shall be responsible for maintaining a current list of Active and Temporary Members.
- D. The Newsletter Committee shall be responsible for preparing, publishing, and distributing a newsletter.
- E. The Nominating Committee shall consist of only one (1) Central Committee member and additional number of Active Members as the Chairperson deems are necessary to carry out the function of the committee. No member of the Nominating Committee shall also be a member of the Election Committee. The Nominating Committee shall be responsible for recommending to the Central Committee and the general membership the names of Active Members to serve on the Central Committee, standing or special committees.

Section III: Special Committees

Pursuant to Article XI Section I, the Chairperson may establish and dissolve special committees which shall be responsible for overseeing and supervising LPL functions and projects.

Section IV: Review

All committees shall be directly responsible to, and subject to review by, the Central Committee. The Central Committee, by a two-thirds (2/3) vote, may over-rule any decisions made by standing or special committees.

ARTICLE XIV: FISCAL MATTERS, BOOKS AND RECORDS

Section I: Fiscal Year

The fiscal year of LPL shall be on a calendar year basis.

Section II: Books and Records

LPL shall keep correct and complete records of account. LPL shall keep at the registered, principal office or other place as designated by the Central Committee, a record of the names and addresses of the Active and Temporary Members. Any Active Member, his/her agent, or attorney may inspect all LPL books and records for any proper purpose upon tender of a written notice to the Central Committee. The information requested in such a notice will be provided within thirty (30) business days from the date of the receipt of such notice.

Section III: Treasury Events

Treasury events are funded directly by funds from the LPL general treasury and are planned and coordinated under the direction of the Central Committee. Profits or losses from these events will directly increase or decrease balances in the LPL treasury. All expenditures on treasury events are overseen and approved by the Central Committee, and funds are administered by its officers and/or agents.

ARTICLE XV: AMENDMENT OF BY-LAWS

The by-Laws of LPL may be amended by a simple majority vote of the Active Members present and voting, or present by proxy, at a general or special membership meeting duly called for that purpose. The Central Committee shall provide all voting members two (2) weeks prior written notice of said meeting, which shall include the date, time, place of meeting and the contents of the proposed amendment(s). Amendment(s) of the By-Laws shall become effective immediately after the adjournment of the meeting at which they were approved.

ARTICLE XVI: INTERIM BY-LAW PROVISIONS

Section I: Active Member Provisions

All provisions referring to Active Member status shall not become effective until January 1, 1993

Section II: Temporary Member Provisions

All provisions referring to Temporary Members status shall not become effective until January 1, 1994