

# LAKE BLOOMINGTON ASSOCIATION

## BY-LAWS

### PURPOSE

The purposes for which the Association is organized are:

- a. To enhance the livability of the area by establishing and maintaining an open line of communication and liaison between the Lake Bloomington neighborhood, government agencies and other concerned persons or entities.
- b. To provide an open process by which all members of the association may involve themselves in the activities and affairs of the Lake Bloomington neighborhood.
- c. To do and perform all the activities related to said purposes, to have and enjoy all of the powers granted and engage in any lawful activity for corporations that may be organized under Illinois non-profit corporation law.
- d. To be organized exclusively for educational, social, and charitable purposes. Notwithstanding any statement of purpose or powers aforesaid, this association shall not engage in any activities or exercise any powers that are not in furtherance of its specific and primary purposes and shall not engage in any activities or adopt any positions which are intended to support, promote or endorse any political party, political ideology, or candidate for public office.

### ARTICLE I – MEMBERSHIP

Section 1: Membership in the Lake Bloomington Association shall be open to all persons who are interested in the improvement of Lake Bloomington and the surrounding community.

Section 2: Each individual member shall have one vote upon each matter of business (including elections of officers and directors), which comes before the membership at an Annual or properly called special meeting of the members.

Section 3: There will be an annual membership dues which shall be determined by the Governing Board.

### ARTICLE II – OFFICERS AND DIRECTORS

The Association shall have four elected officers, consisting of President, Vice President, Secretary, and Treasurer, and shall have seven directors, of whom the immediate past President shall be one director. The immediate past President shall not be subject to election for said office, but shall serve, as if so elected. If the immediate Past President cannot or will not serve as a director, the Governing Board may appoint another member to serve in such capacity. Additionally, the Membership Coordinator, "Lake Breeze" Editor, and City Liaison shall be included as appointed voting members of the Governing Board.

### ARTICLE III – ELECTION OF OFFICERS AND DIRECTORSHIPS

Section 1: Nominating Committee – At least 30 days prior to the Annual Meeting of the members, the President shall, subject to approval of the Governing Board, appoint a nominating Committee of no fewer than three persons, who shall select and recommend to the members a slate of officers and of

directors to fill those terms which are unfilled at the time of the coming Annual Meeting, prior to the election.

Section 2: Additional Nominations - The presiding officer at the Annual Meeting shall also receive and announce any additional nominations of candidates for officers or directors, from the floor, from any voting member of the Association.

Section 3: If there shall be a contest for any office or directorship, election shall be by show of hands, tabulated by a Tellers Committee of three members, appointed by the presiding officer, for that purpose.

Section 4: If there is no contest for any office or directorship, the election by show of hands may be waived, and those persons nominated by the Nominating Committee may be elected by motion duly made, seconded and carried.

Section 5: The officers and directors elected shall take office immediately following the close of the Annual Meeting.

#### ARTICLE IV – COMMITTEES

Section 1: The Governing Board, may, at the suggestion of the President, or upon its own motion, establish committees to carry out the work of the Association.

Section 2: The members of the committees shall be appointed by the President, subject to the approval of the Governing Board. At least one member of the committee shall be a member of the Governing Board. Committees shall ordinarily be made up of members of the Association. However, non-members may also be appointed.

Section 3: Executive Committee – The Executive Committee shall consist of the elected officers, and shall conduct the affairs of the Association between meetings of the Governing Board.

Section 4: The Governing Board may appoint such committees as it deems appropriate. These may consist of the following:

- A. Annual Meeting;
- B. Audit;
- C. Budget and Finance;
- D. Fall Dinner;
- E. Fourth of July;
- F. Fund raising;
- G. Liaison;
- H. Improvements;
- I. Long Term Planning;
- J. Membership;
- K. Publicity;
- L. Shoreline Clean-up;
- M. Spring Clean-up;

N. Spring Dinner;

## **ARTICLE V – MEETINGS**

### **Section 1: Membership Meetings**

- A. The Annual Meeting shall be held no later than October 15th of each year at a place to be determined by the Governing Board.
- B. Special meetings of the members may be called by the President or by a majority of the Governing Board. Upon the written request of 25 or more members of the Association, a special meeting must be called.
- C. At least eight monthly meetings of the Governing Board shall be held at times and places to be determined by the Governing Board. Notice of each meeting shall be sent to members of the Governing Board in advance of the meeting.
- D. Special meetings of the Governing Board may be called by the President. Upon the written request of three or more members of the Governing Board, a special meeting must be called by the President.
- E. Notice of Meetings
  - 1. Notice of the Annual Meetings of the Association shall be sent to each member at least 10 days before said meeting and shall specify the time, date, and place of the meeting;
  - 2. Notice of special meetings of the members shall be sent to each member at least 5 days before such meeting and shall specify the time, date, place and purpose or purposes of such meetings;
  - 3. Notice of regular and special meetings of the Governing Board shall be sent to all officers and directors at least 5 days before the meetings and shall specify the time, date, place and purpose(s) of the meeting. However, if a majority of the Governing Board sign a written waiver of notice of such meeting, the meeting will be held without notice.
- F. Agenda
  - 1. The President shall prepare the agenda for each meeting of the governing board, the annual meeting of the membership, and any special meetings of the governing board or of the membership which are called in accordance with these bylaws.

2. Any member of the Association may suggest an item to be added to the agenda by submitting the item in writing (including electronically) to the President at least seven days in advance of the meeting. The addition of any such suggested item shall be at the discretion of the President. Additionally, any member of the Association may make a motion to add an item to the governing board annual or special meeting agendas at those respective meetings. The adoption of any such motion by a member to add an agenda item requires a second and a majority vote by the governing board.

#### ARTICLE VI – PRESIDENT

The President shall be the chief executive officer of the Association and shall preside at all meetings of the Association and of the Governing Board. The President shall also appoint all committees, subject to approval of the Governing Board.

#### ARTICLE VII – VICE PRESIDENT

The Vice President shall be vested with the authority of the President, in the absence of or disability of the President. In case of vacancy in the office of President, the Vice President shall act as President, until the next Annual Meeting.

#### ARTICLE VIII – SECRETARY

The Secretary shall keep minutes of all official meetings, shall issue or cause to be issued all necessary notices, and shall maintain a complete and accurate account of all official actions of the Association and Governing Board.

#### ARTICLE IX – TREASURER

Section 1: The Treasurer shall have charge of, and shall be responsible for, all funds of the association, and shall keep or cause to be kept a true, correct and regular account thereof. The Treasurer shall pay all bills when and as authorized by the Governing Board, and shall collect, or cause to be collected, all dues and monies of the Association, and shall keep a property record thereof.

Section 2: The Governing Board will choose the depositories of the funds of the Association, and will direct the investment of any surplus funds of the Association. The Board may also require bond or surety from the Treasurer, the expense of which shall be borne by the association. The Board may require an annual audit or audit review of the books of the Association.

#### ARTICLE X – ADOPTION AND AMENDMENT

Section 1: Adoption-These by-laws have been adopted at a regular meeting of the board of directors of the Lake Bloomington Association, duly held on the 24<sup>th</sup> day of August, 1989, and further amended on October 10, 2019 and August 11, 2022.

Section 2: Amendment- These by-laws may be amended at any regular or duly constituted special meeting of the Governing Board of the Association at which a quorum is present, by majority vote of members present.