

CONSTITUTION and BY-LAWS

Irish-American Society of County Will

CONSTITUTION

I. Constitution of the Irish American Society of County Will, Illinois.

II. Statement of purpose:

By this constitution, the Irish-American Society of County Will hereby pledges itself to the following ideals: To promote Irish culture in Will County and to preserve Irish-American heritage. To promote education, friendship, understanding and cooperation among members, and the community in general. To promote and cooperate in the general welfare in the community.

III. Membership:

The following are classes of membership:

A. MEMBER - A member shall be of Irish descent or whose spouse shall be of Irish descent, and a resident of Will County, Illinois, and of the age of twenty-one (21).

B. FAMILY MEMBER - For additional dues, A family membership can include both spouses as full members, and all children under twenty-one years of age.

C. ASSOCIATE MEMBER - An associate member shall be any resident of Will County, Illinois, and twenty-one (21) years of age.

D. HONORARY MEMBER - An honorary member shall be any person so designated by the Board of Directors of the Society.

E. BUSINESS ENTITY MEMBER - A business entity member shall be any corporation, partnership, or sole proprietorship doing business in Will county.

F. NON RESIDENT MEMBER - A NON RESIDENT member shall be of Irish descent or whose spouse shall be of Irish descent, and of the age of 21, and who is not a resident of Will County.

Only members, family members and honorary members are franchised to vote for the election of officers, adoption of by laws, and amendments to the Constitution.

IV. GOVERNMENT

The government consists of 2 governing bodies, the Board of Directors and the Executive Board. An Officer or a member of the Board of Directors must be a member or honorary member.

A. The Executive Board shall consist of the Chairman of the Board, President, Vice Presidents, Secretary, Treasurer, Chaplain, Historian, Parliamentarian and membership Chairman.

B. The Board of Directors shall consist of the Chairman of the Board, 6 Directors and 1 representative selected solely from the new membership. Directors shall increase in number at a rate of one (1) director per seventy five voting members in excess of one hundred members.

D. Tenure of Office:

1. Election of the following officers shall be on an annual basis at the annual meeting: First vice-president, second vice president, secretary, and treasurer.

2. Annually, two of the Directors shall be elected for a 3 year term.

3. One (1) new member shall be elected to the board of directors for a one year term. This new member must have made application to join the society since the previous annual meeting.

4. All elections shall be by simple majority of the enfranchised membership, present at the annual meeting.

V. Annual Meetings

The Annual Meeting shall be held on the first Sunday in November.

VI. DUES

The Board of Directors shall determine the amount of annual dues which shall be required to be paid by the membership. This amount shall be maintained for one calendar year or until changed.

VII. NOTICES

All notices shall be conclusively presumed to have been served upon the membership if published in then Society's newsletter.

VIII. PARLIAMENTARY PROCEDURE

On all questions of parliamentary law and on all questions of procedure not specifically outlined in the constitution and by laws, Roberts' Rules of Order is to govern.

IX. FISCAL YEAR

The fiscal year of the Society shall begin on November 1 and end on October 31.

X. AMENDMENTS

This constitution shall be subject to amendment only at the annual meeting upon sixty (60) days due notice, and subject to approval of sixty per cent (60%) of the then voting body, and said body to be constituted of no less than fifty per cent (50%) of the then eligible voting membership.

BY-LAWS

ARTICLE I, NAME:

Irish American Society of County Will, Illinois .

ARTICLE II, LIMITATIONS AND NON INTERFERENCE:

Section 1. Any official position taken by the Irish-American Society of County Will, Illinois, herein after referred to as the Society, will be submitted for approval to the Executive Committee in advance of any expression of that position through whatever means may be considered.

Section 2. Any public statements on matters of regional importance to be made by the Society will be submitted for approval in advance to the Executive Committee and shall be subject to the same conditions defined in Section 1 of this Article.

Section 3. Any fund raising activities of the Society excluding individual solicitations of members, will be submitted for approval in advance of such actions to the Executive Committee.

Section 4. The Society as an organization; at any meeting, General Members, Board of Directors or Executive Committee, shall not undertake any consideration, vote upon, endorse or announce any recommendations for any regular political party. This does not mean that "issues" could not be discussed, i.e. Taxes, schools, airports, parks, etc., for the common good, and that a statement pro or con could be recommended.

ARTICLE III, AUTHORITY TO BIND, CALL FOR AUDIT, ESTABLISH SERVICES:

Section 1. No member of the Irish-American Society shall contract for or incur any debt or enter into any agreement or otherwise obligate this Society except by authorization of a majority of the Executive Committee.

Section 2. From time to time, the Irish american Society shall be required to provide an audit of its financial activities through the following methods:

A. An audit may be deemed appropriate by the treasurer, President or Financial Committee.

B. An audit may be called through a petition of two thirds (2/3) of the Executive Committee or by the same majority of the Board of Directors in individual written letter form addressed to the Secretary, with copies to the full Executive Committee.

C. Any audit shall be performed by a reputable, established Certified Public Accounting firm at least expense to the Society.

Section 3. This society shall from time to time establish services for its individual membership subject to the foregoing sections of this Article and to the following conditions:

A. Any service, program or benefit for individual members shall not be discriminatory. All members in good standing shall receive first consideration in all matters of this Society. This provision shall not provide automatic coverage of any services to those members which are delinquent in dues.

B. Any service, program or benefit that may be established must be subject to annual review by the Executive Committee. The objective shall be to ascertain that maximum benefits to the members and the Society shall be obtained at the most practical cost to the membership and/or the Society.

C. In the establishment of new services, programs or benefits; or upon actions resulting from annual reviews of existing programs; the Executive Committee shall seek free and open bidding and make comparative studies of all bids offered, such that maximum benefits shall be obtained for the members of the society.

D. At all times, the Executive Committee shall select, when and where possible, such services, programs and benefits that will provide a source of revenue for the Society or shall seek to negotiate maximum income for the Society without penalty to the membership.

E. The administration and procedures relating to any service, programs, or benefits shall become a part of policy of this Society and shall be defined or recorded in a manual of Societal policies.

ARTICLE IV, INDIVIDUAL MEMBERSHIP:

Section 1. A written application for individual membership must be filed with the Membership Chairman giving the following:

A: Information as required by the Constitution and Membership Committee.

B: The application must also be accompanied by payment, in full, for one year's membership dues as may be currently required at the time of application.

Section 2. All individual and family members shall be entitled to full and direct privileges, benefits and services as may be granted from time to time by this Society and as provided for through the Constitution, By Laws or policies of this organization.

Section 3. Only Business Entity Members shall be required to submit membership application on an annual basis.

ARTICLE V, DUES:

Section 1. Dues are payable in November prior to the commencement of the annual meeting.

Section 2. Dues Payable annually shall be:

- a. Member - \$25.00**
- b. Family Member - \$35.00**
- c. Associate Member - \$30.00**
- d. Honorary Member - N/C**
- e. Business Entity Member - determined by Membership Committee.**
- f. Non resident Member - \$10.00**

Section 3. The manner of billing, collecting and pro rating, if any, shall be determined by the Membership Director and Treasurer with the approval of the Executive Committee.

Section 4. Any member delinquent for one year shall forfeit its membership in the Society.

Section 5. Delinquent payments will cause cessation of services.

ARTICLE VI, BOARD OF DIRECTORS:

Section 1. There shall be 6 directors. Said directors shall increase in number at a rate of one 1 director per 75 voting members in excess of 100 members.

Section 2. A member of the Board of Directors must be a member or honorary member.

Section 3. The board of Directors shall have the power over the fiscal affairs of the Society under the limitations of the approved budget.

Section 4. The Board of Directors term of office shall be for three (3) years.

Section 5. The board of Directors shall travel to meetings at their own expense.

Section 6. Each member of the Board of Directors shall have one vote.

Section 7. Only members of the Board of Directors that are current in their dues, as defined elsewhere in these By Laws, shall be allowed to vote on the affairs of the society.

ARTICLE VII, EXECUTIVE COMMITTEE:

Section 1. The Chairman of the Board, President, Vice Presidents, Secretary, Treasurer, Chaplain, Historian, Parliamentarian and Membership Chairman shall constitute the Executive Committee. They shall each be entitled to one vote, except the Parliamentarian, Chaplain, Membership Chairman and Historian, who act only in an advisory members to the Officers.

Section 2. The Executive Committee shall have the power to act when it is impractical for the entire Board of Directors to meet.

Section 3. The Executive Committee must have two thirds (2/3) of its members present and voting to act during the regular meeting, annual meeting, or any special meetings. Business affairs of this Society may be conducted during the remainder of the year subject to the following procedures:

A. In matters relating to financial and/or legal affairs of this Society, the Executive Committee will be empowered to vote proper and immediate actions provided each voting Executive Committee member has been notified by e-mail.

B. In all matters of the Society, not affecting the financial and/or legal affairs, the Executive Committee shall be empowered to vote proper and immediate actions provided each voting member of the Executive Committee has been notified by e-mail not less than two weeks prior to the date of requested vote returns.

C. A failure appear at the meeting or to respond in writing by the second week from date of receipt of e-mail shall be accepted as an automatic yes or affirmative vote and will not be alterable.

D. Notification of any voting actions may be issued by the President and/or Secretary of this Society. All voting responses shall be tabulated and permanently recorded by the Secretary.

Section 4. The Executive Committee actions are subject to ratification at the next regular Board of Directors meeting.

Section 5. The Executive Committee shall have, at minimum, a Mid year Meeting. The time and place to be determined by the President with the approval of the Executive Committee.

Section 6. The Executive Committee shall establish the Annual Budget of the Society at the first Executive Committee Meeting of the new fiscal year and said budget shall be determined from the Treasurer's Directors, and the objectives of the incoming Executive Committee.

ARTICLE VIII, POLICY:

Section 1. Authority is herein provided to grant the Executive Committee the power to establish a Policy Manual:

A. This manual will provide a method whereby the historical policies, traditional procedures, administrative routines, pomp, ceremony, protocol and other semi-official activities may be recorded.

B. This manual shall be binding on the operations of this Society from administration to administration in a continuing manner such that the Executive Committee shall be free of minor routine decision making, to insure that continuity of actions and methods shall be maintained and employed in the affairs of this Society.

C. Additions, deletions or changes in the policy manual may be accomplished by a three fourths (3/4) majority vote of the executive committee.

ARTICLE IX, OFFICERS:

Section 1. Names of the Officers and General Qualifications:

Names of Officers: The officers of the Society shall be a President, First and Second Vice Presidents, Secretary, Treasurer, Historian, Parliamentarian, and Membership Chairman. The officers shall be assisted by the Chaplain, Legal Counsel, Chairman of the Board, Past Presidents and our Certified Public Accountant..

Section 2. President, election and duties:

A. This Society shall have a President who advances from First Vice President at the Annual Meeting.

B. That person shall serve one year or until his successor is elected or qualified and will not serve two consecutive terms.

C. That person shall preside at all meetings of this Society and shall be an "ex officio" member of all committees.

D. That person shall be empowered to appoint all standing and special committees.

Section 3. Vice Presidents, elections and duties:

A. This Society shall elect the Vice Presidents by a simple majority of votes cast at the Annual Meeting of the Society.

B. They shall serve for a term of one year or until their successor is elected or qualified and will not serve two consecutive terms.

C. The first Vice-President will automatically succeed the president at the annual meeting.

Section 4. Treasurer, election and duties:

A. This Society shall have a Treasurer elected by a simple majority of the votes cast at the Annual Meeting.

B. That person shall serve for one year and is allowed to succeed himself in office if duly elected to consecutive term(s) but in no event shall serve more than 2 consecutive terms.

C. That person shall be bonded in the amount deemed necessary by the Board of Directors.

D. That person shall work with the Membership Chairman who directly bills the membership.

E. The Treasurer shall be the Chairman of the Financial Committee.

F. The Treasurer shall perform such duties as the President and the Board of Directors requires to insure proper financial transactions of the Society.

G. The Treasurer shall not issue any check or pay in cash to any person or corporation an amount that exceeds two hundred and fifty dollars (\$250.00) without prior approval of such payment by the Executive Committee or the Board of Directors.

H. The Treasurer shall keep accurate books and records of the financial affairs of this Society and prepare financial statements for the Annual Meeting of the Society and for all Executive and the Board of Director meetings. He shall make all required state and federal tax reports, and any other necessary financial reports to public authorities, and carefully preserve copies of same in his records, and furnish duplicate copies to the Historian.

Section 5. Secretary, election and duties:

A. This Society shall have a Secretary elected by a majority of the votes cast at the Annual Meeting.

B. That person shall serve for one year and is allowed to succeed himself in office if duly elected to consecutive term(s).

C. That person shall keep the minutes of the meetings of this Society, have charge of all non financial records, together with the Society Seal and Charter, and shall have the authority to affix the Society's Seal upon direction of the Board of Directors of the Executive Committee, or as otherwise provided in the Societal Policy Manual. He shall at all times, have the name and address of this Society's registered service agent for each state where required. Duplicate copies of said

reports and service agent data shall be furnished to the Historian.

D. That person shall give notice of all meetings to the Officers and Directors when as herein provided.

Section 6. Legal Counsel, appointment and duties.

A. The Legal Counsel shall be appointed by the President with the approval of the Executive Committee and shall hold office during the term of the President appointing him, unless sooner removed by the President, with the approval of the Executive Committee. He shall be an attorney at law, admitted to practice in the state of Illinois.

B. The Legal Counsel may be removed by a simple majority vote of the Executive Committee.

Section 7. Parliamentarian, appointment and duties:

A. The parliamentarian shall be appointed by the President with the approval of the Executive Committee and shall hold office during the term of the President appointing him, unless sooner removed by the President with the approval of the Executive Committee.

B. The Parliamentarian may be removed by a simple majority vote of the Executive Committee.

Section 8. Chaplain, appointment and duties:

A. The chaplain shall be appointed by the President with the approval of the Executive Committee and shall hold office during the term of the President appointing him, unless sooner removed by the President with the approval of the Executive Committee.

B. The Chaplain may be removed by a simple majority vote of the Executive Committee.

C. His duties are to open meetings with a prayer and other religious duties as may be required by the president from time to time.

Section 9. Chairman of the Board, office and duties:

A. The immediate Past President of this Society shall be known as the Chairman of the Board (COB) and shall be a voting member of the Executive Committee and the Board of Directors.

B. That person shall provide guidance to his successor and assist him in any way that will allow for a smooth transition of leadership.

C. That person shall serve as Chairman of the Nomination and Election Committees.

D. That person shall conduct the annual election of officers at the Annual

Meeting, working in cooperation with the Election Committee as his last official duty.

Section 10. Historian, appointment and duties:

A. The Historian shall be appointed by the President with the approval of the Executive Committee.

B. That person shall be a non voting "ex officio" member of the Executive Committee. His term in office shall be continuing and automatic except only removal for good cause, disability or death.

C. That person shall keep all history, non current records (except those records to be preserved by the Secretary or Treasurer) and facts of the Society.

D. The Historian may be removed by a majority vote of the Executive Committee.

E. In addition to his role as keeper of the archives, the Historian shall serve as an advisor to the President and the Executive Committee as they may require regarding past actions and activities of the Society.

Section 11. Membership Chairman, appointment and duties:

A. The Membership chairman shall be appointed by the President with the approval of the Executive committee.

B. That person shall be a non voting "Ex-officio" member of the Executive committee, as well as any other committee deemed appropriate.

C. His term in office shall be continuous and automatic until such time as the membership chairman decides that he no longer can adequately fulfill the duties of the office.

D. That person shall be responsible for maintaining an accurate record of the current membership. In addition, he also is responsible for collecting annual dues, maintaining the society's mailing list and deciding points of membership as deemed necessary by the president or member of the executive board.

Section 12. Benefits and Services Chairman, appointment and duties:

A. The Benefits and Services chairman shall be appointed by the President with the approval of the Executive committee.

B. That person shall be responsible for sending Mass Cards, Flowers and any other appropriate correspondence, agreement or recognition on the behalf of the society.

C. He is further responsible for notifying the President of any Deaths or Illnesses of Society Members and or their families or special services.

D. He shall provide the editor of the newsletter with announcements of death, illness, marriage, birth or any other information of interest to the members.

ARTICLE X, REMOVAL AND SANCTION:

Section 1. Removal: Any elected Officer of this Society may be removed from office as a result of failure to fulfill the duties of said office or for conduct that is detrimental to the best interest of this organization. Said removal must adhere to the following procedures:

A. A petition stating the charge must be filed with the Secretary and it shall be signed by not less than three members of the Executive Committee or Board of Directors, or any combination thereof.

B. The Secretary shall provide the Officer a written notice of the charge at least twenty (20) days before the petition is to be placed on a meeting agenda.

C. The Secretary shall notify each member of the Executive Committee in writing at least ten (10) days before the petition is to be placed on a meeting agenda.

D. The petitioners shall present their case first, said Officer shall be heard second, and the vote shall be taken third. Two thirds (2/3) of the elected members of the Executive Committee voting shall be required to effect removal of said Officer from office. Voting shall be by secret ballot.

E. Removal proceedings shall not be based more than once on the same evidence.

Section 2. Sanction: Any member of the Board of Directors, other than the Officers of this Society, that may conduct himself in such a manner that proves a detriment to the best interest of this organization may incur sanction. Any action to obtain sanction will adhere to the following procedures:

A. Paragraphs A,B and C in Section 1 of this Article shall be followed.

B. The petitioners shall present their case first, the Director shall be heard second and the Executive Committee shall then take a vote which shall require a two thirds (2/3) majority of the elected members to effect sanction. Ballot shall be by secret ballot.

C. Upon decision to use sanction:

1. The Secretary shall notify the Chairman of the Board, provide him with a notice of his sanction. A copy of the minutes of the meeting in which the decision was reached and a letter of recommendation of his actions.

2. This Society shall effect sanction by not recognizing the Director as a qualified representative, and therefore not eligible to vote in the affairs of the Society at any meeting of its Board of Directors.

3. Any actions to effect sanction shall only be applicable against the individual Director.

4. Sanction proceedings shall not be based more than once on the same

evidence.

ARTICLE XI, VACANCIES:

Section 1. In the event that any elected office becomes vacant by death, disability, resignation or otherwise, then the Executive Committee shall elect successors.

A. If the office vacated shall be the Presidency, First Vice President shall assume the duties of the office, until his successor has been elected. Upon such vacancy, Secretary shall immediately notify the full Executive Committee by e-mail requesting an immediate vote for any member of the Executive Committee that is currently an elected member of said body. Only elected members shall have voting privileges. The Presidency shall be filled by a majority vote. In the event of an unclear decision, the Executive Committee shall again be polled to select from the two highest candidates of the previous vote. All voting shall be recorded by the secretary until balloting is completed. Fifteen (15) days after the office has been filled, he shall destroy such records provided no challenge has been made in that period.

B. If the vacancy is for any other office of the Society except appointed officials, then the President may appoint a successor to complete the unexpired term and approval by two thirds (2/3) of the Executive Committee shall be required. Such vacancies shall be filled within a thirty (30) day period and may be voted upon through the mails in accordance with the powers provided to the Executive Committee to conduct the business of this Society.

C. In the event the Presidency has been re-elected due to vacancy, the new President shall honor the appointments made by his predecessor in order to insure continuity in programming and to avoid disruption of current services and activities. A smooth transition in leadership will prevail. This will not restrict the power to remove and replace appointees due to good cause by the President in accordance to the authority provided for same.

ARTICLE XII, RULES OF ORDER:

Section 1. Roberts Rules of Order shall govern the proceedings of all meetings of the Society or except herein provided for in this Constitution and By Laws.

ARTICLE XIII, ANNUAL, SPECIAL AND EXECUTIVE COMMITTEE MEETINGS:

Section 1. The Annual Meeting of the Society will be counted from the anniversary of the first meeting of this organization which began in the year 1981.

A. All Plans, arrangements and programs affecting the Society at the Annual Meeting shall be submitted to the Executive Committee for approval and

distribution of the Board of Directors prior to the Annual Meeting.

Section 2. A Special Meeting may be called by the President, Executive Committee, or Board of Directors.

A. The President shall be empowered to call Special Meetings upon good cause.

B. A petition, in individual written letter form, from a majority of the Executive Committee to the Secretary shall constitute cause to call a Special Meeting of the Executive Committee or of the Board of Directors as may be specified in the petition.

C. A petition, in individual written letter form, from two thirds (2/3) of the Board of Directors to the Secretary shall constitute cause to call a Special Meeting of the Board of Directors.

D. The Secretary, upon receipt of notice from the president or qualified petitions, shall e-mail notice to each member of the Executive Committee and the Board of Directors, if affected, regarding the starting time, place and purpose of said Special Meeting.

E. The notice of intent to call a Special Meeting shall be e-mailed thirty (30) days in advance of said meeting.

Section 3. Executive Committee meetings shall be called from time to time at the discretion of the President and shall conform to the rules required to call Special Meetings as provided in Section 2D of this Article.

Section 4. A quorum:

A. A quorum shall be one third (1/3) of the Board of Directors in good standing at any meeting of the Society except the Executive Committee meetings.

B. A quorum shall be two thirds (2/3) of the Executive Committee for all meetings of that agency. This number must be present and voting; proxies or telephone contact shall not be acceptable to establish this quorum.

ARTICLE XIV, ANNUAL MEETING PROCEDURE:

Section 1. The agenda shall be drawn by the President and upon approval by the Board of Directors by majority vote shall be binding on said business sessions unless changed by said Annual Meeting.

ARTICLE XV, NOMINATING COMMITTEE AND DUTIES:

Section 1. There shall be not less than three nor more than five on the Nomination Committee appointed by the President, with the approval of the Executive Committee. The Chairman of the Board shall serve as Chairman of the Committee.

Section 2. They shall check all qualifications of the candidates to meet the full criteria explained in Article IX of the By Laws.

Section 3. They shall publish a list of all announced or nominated candidates and be responsible for distributing one copy of said list to all Officers and members of the Board of Directors of this Society at least sixty (60) days prior to the Annual Meeting.

Section 4. No member of the Nominating Committee will be eligible for nomination to any office.

Section 5. The Nominating Committee shall serve as the Elections Committee at the Annual Meeting of the Society. They shall be the official vote tabulators at the annual elections.

Section 6. Be it resolved that any member in good standing, who has good cause to miss the annual meeting, may delegate his vote to any dues paying member. This must be done in writing and must specifically state the by-laws to be voted in favor of, and the offices to be elected. Nominations for any office may not be made in this fashion. The letter must be signed and the signature verified by the secretary of the society.

ARTICLE XVI, NOMINATING SPEECHES:

Section 1. Each nominee for President shall be allowed five (5) minutes for the nominating speech, three (3) minutes for the seconding speech. Nominees for all other offices shall be allowed three (3) minutes for nominating speeches. There will be no seconding speeches for candidates other than President.

Section 2. Nominations are acceptable from the floor provided they conform to the qualifications for office as defined within these By Laws in Article XI.

ARTICLE XVII, ELECTION COMMITTEE AND DUTIES:

Section 1. There shall not be less than three nor more than five on the Election Committee. They shall be appointed by the President at least thirty (30) days prior to the Annual Elections.

A. The Election Committee shall examine the qualifications and place in nomination the names of candidates for the offices of President, Vice Presidents, Secretary and Treasurer.

B. The Election Committee shall have the duty of formulating and publishing

regulations of the Election Rules, interpreting and enforcing such regulations and election rules, with the approval of the Executive Committee.

Section 2. They shall be responsible for certifying accredited voting members as ascertained by the Treasurer's report of dues payment as per Article V of these By Laws.

Section 3. They shall be responsible for the preparation, distribution and collection of the ballots.

Section 4. They shall be responsible for the tabulation and destruction of the ballots.

Section 5. The committee Chairman shall be responsible for announcing the results of the election.

ARTICLE XVIII, ELECTION RULES:

Section 1. The Election Committee shall rigidly enforce all By Laws. policy, election rules and regulations concerning the election.

Section 2. During the election for President, Vice Presidents, Secretary and Treasurer, the candidate who receives the lowest number of votes on two (2) consecutive ballots shall be automatically withdrawn from the election for all succeeding ballots until two (2) candidates remain in contention, after which time no candidates shall be required to withdraw from the election. Balloting shall continue until one (1) candidate receives a simple majority of the votes cast.

ARTICLE XIX, VOTING:

Section 1. To be eligible to vote, a member's dues must be paid in full by 12 o'clock noon of the day of the Annual Meeting.

Section 2. Voting shall occur such that:

A. The President, Vice Presidents, Secretary and Treasurer shall be elected by a simple majority vote of those present and eligible to vote.

Section 3. No fractional votes shall be permitted.

Section 4. Any member in good standing, who has good cause to miss the annual meeting, may delegate his vote to any dues paying member. This must be done in writing and must specifically state the by-laws to be voted in favor of, and the offices to be elected. No nominations for any office may be made in this

fashion. This letter must be signed and the signature verified by the secretary of the society.

ARTICLE XX, STANDING COMMITTEES:

Section 1. The organization shall establish the following standing committees:

- A. Membership**
- B. Honors and Degrees**
- C. Finance**
- D. Benefits and Services**

ARTICLE XXI, MEMBERSHIP COMMITTEE & DUTIES:

Section 1. The President shall appoint a Membership Chairman subject to the ratification of the Board of Directors. The Chairman of the Membership Committee shall nominate, from general membership, no less than three (3) nor more than five (5) committee members for the approval of the Board of Directors. The New Member Director is automatically a committee member.

Section 2. They shall be responsible for gaining new members, retention of prior members, and the promulgation of the membership application forms, the mailing of the annual dues statements and the collection thereof.

Section 3. They shall have the exclusive power to approve new members, Associate Members, Junior Members, Business Entity Members and Non resident Members.

Section 4. They shall have the exclusive power to set annual dues for Business Entity Members on an Individual Basis.

Section 5. The Chairman of the Membership Committee shall hold a nonvoting "ex officio" seat on all committees appertaining to the general membership.

Section 6. To insure continuity within the Society, the Chairman of the Membership Committee shall hold this chairmanship until he no longer seeks this position, regardless of administration. He may, however, be removed for cause as stipulated in Article X of these By Laws.

ARTICLE XXII, HONORS AND DEGREES:

Section 1. The President shall appoint the Chairman. The Chairman of Honors/Degrees shall nominate no less than 3 nor more than 5 committee

members from the general membership. One Board Director shall be designated as one of the committee.

Section 2. They shall be responsible for recognition of achievement in the areas of education, promotion of Irish-American culture, and community service.

ARTICLE XXIII, FINANCE:

Section 1. The Treasurer shall be the Chairman. The Treasurer shall nominate no less than 2 nor more than 5 committee members from the general membership. One Board of Director shall be designated as one of the committee.

Section 2. They shall be responsible for assisting the Treasurer in the discharge of his duties.

Section 3. They shall be empowered to invest all initiation fees in any account or investment approved by the Board of Directors the principle of which shall be held for scholarships, promotion of Irish culture, future building and/or land acquisition.

Section 4. No instrument other than those listed in Article IX, Section 4, Subject G shall be executed other than by signature of two of the following: Chairman of the Board, President and/or Treasurer.

ARTICLE XXIV, PUBLICATIONS:

Section 1. The official PUBLICATION of this Society and their frequency shall be:

A. The publication of the general membership shall be called The Irish-American Society of County Will Newsletter and its frequency of publication will be determined by available funding but not more than twelve issues per year with no issues if funding is unavailable.

Section 2. Number of issues per printing shall be one per paid member, unless funding permits circulation to the greater community

Section 3. The president shall appoint an Editor for The Newsletter to insure its publication and to control related matter.

Section 4. These publications may be funded from the Treasury, by sponsors, advertising purchased by or from advertisers specifically marketing the membership.

Section 5. Advertising rates shall be established by the Executive Committee from time to time and all Officers of the Society shall be empowered to act as sales agents along with members of the Board of Directors.

Section 6. The Editor shall work jointly with the Treasurer in maintaining proper and accurate accounting of income derived through these sales and the establishment of procedures related to these areas.

Section 7. The Editor shall be assisted by the Board of Directors, the Executive Officers and the Chairmen of Committees by providing in a timely fashion information and articles as requested by the Editor.

ARTICLE XXV, DISSOLUTION:

Section 1. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization(s) organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization(s) under section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XXVI, AMENDMENTS:

Section 1. These By Laws may be amended by a two-thirds (2/3) majority of the voting members at any meeting of the Board of Directors of this Society provided due notice has been given at least twenty one (21) days prior to such a meeting.

The foregoing By Laws were adopted and approved, in accordance with the provisions provided therein, Joliet, Illinois, February 22, 1981. The foregoing Constitution and By Laws were revised November 7, 2010.