

1 CONSTITUTION & BY-LAWS
2 AS AMENDED ~~DECEMBER 5, 1991~~ APRIL 26, 2018
3 HOMEWOOD IZAAK WALTON PRESERVE, INC.
4 CONSTITUTION OF HOMEWOOD IZAAK WALTON PRESERVE, INC.

5 Organized at Homewood, Illinois, on the 30th day of March, 1946.

6 Incorporated as a Not for Profit Corporation, under the laws of the State of Illinois on the 15th day of
7 August, 1946.

8 BE IT RESOLVED that the CONSTITUTION of HOMEWOOD IZAAK WALTON PRESERVE, INC.,
9 be amended, and is hereby amended to read entirely as follows, effective at 9:00 p.m., ~~DECEMBER 5,~~
10 ~~1991~~ APRIL 26, 2018.

11 ARTICLE I

12 NAME: The name of this organization shall be Homewood Izaak Walton Preserve, Inc.

13 ARTICLE II

14 OBJECTIVES: The objectives and purposes of this organization are

15 (A) To encourage the protection and restoration of the soil, woods, waters, air, and wildlife.

16 (B) To safeguard the environment and public health by encouraging the elimination of pollution and
17 contamination.

18 (C) To conserve our natural resources and to transmit to posterity the outdoor America of our ancestors.

19 (D) To preserve and protect a wild and natural area for the purposes of education and observation, and
20 to provide a location for individuals to actively participate in meaningful conservation work.

21 (E) To develop opportunities for recreation and the enjoyment of the great outdoors, consistent with the
22 above objectives, as an essential part of the character building and the spiritual and physical
23 development of our people.

24 ARTICLE III

25 POWERS: The powers of this Preserve shall be to do or perform such acts as may be necessary or proper
26 to carry out the purposes or objectives heretofore set forth, and its work shall not be conducted for private
27 gain.

28 ARTICLE IV

29 BY-LAWS: By-Laws not inconsistent with this Constitution shall be enacted by the members.

30 ARTICLE V

31 AMENDMENTS: This Constitution or By-Laws may be amended at any ~~regular~~ general meeting or
32 special meeting, called for that purpose, upon notification of members in ~~writing~~ in advance. The
33 amendment must be read at two consecutive meetings and a vote of two-thirds majority of Senior Members
34 present is required, after the second reading, for approval.

35 BY-LAWS OF HOMEWOOD IZAAK WALTON PRESERVE, INC.

36 BE IT RESOLVED that the BY-LAWS OF HOMEWOOD IZAAK WALTON PRESERVE, INC., be
37 amended, and are hereby amended, to read entirely as follows, effective at 9:00 p.m. ~~December 5, 1991~~

38 APRIL 26, 2018:

39 ARTICLE I

40 MEMBERSHIP AND DUES

41 SECTION 1. ~~A majority of Homewood Izaak Walton members shall be from Homewood.~~ Membership
42 shall be divided into the following two categories: (A) Senior Members, and (B) Junior Members.

43 SECTION 2. Persons above the age of 18, ~~who are of good character and repute and are recommended by~~
44 ~~a Senior Member in good standing,~~ shall be eligible as Senior Members of this organization.

45 SECTION 3. The Dues of Senior Members shall be ~~determined by the Board of Directors~~ \$25.00 per year.
46 ~~An exception to the above dues is including any discount granted to any Senior Member enrolled as a full-~~
47 ~~time student in high school, college, or university, or serving full-time in the U.S. military service, and only~~
48 ~~after spending a reasonable time and effort in conservation work on our lands or with our organization to~~
49 ~~the satisfaction of the appropriate committee manager. These Student dues shall be \$5.00 per year.~~

50 SECTION 4. Persons between the ages of 10 and 18, when sponsored by a Senior Member, are eligible for
51 Junior Membership. Junior Members have all the rights and privileges of Senior Members, except the right

52 to vote, and the right to hold the office of an Officer or Director. The dues of Junior Members shall be
53 **determined by the Board of Directors \$5.00 per year.**

54 SECTION 5. **A membership term period currently begins April 1 and ends March 31 the following year. A**
55 **member must pay his yYearly dues are due** prior to April 1 **of that same year. Failure to pay yearly dues by**
56 **May 1 will result in the termination of** ~~If he fails to pay his dues prior to April 1, his~~ membership in the
57 Preserve and all related rights and privileges ~~shall terminate on April 1.~~ **The membership term period may**
58 **be changed by the Board of Directors at any time.** New members shall be considered to have the status of
59 membership as of the date of receipt of the payment of their dues and ~~the acceptance of them as members~~
60 **by the Board of Directors as evidenced by membership card.**

61 SECTION 6. Any member who by his conduct violates the ethics or any of the rules of this Preserve, may
62 be expelled from membership by a two-thirds vote of the Board of Directors at a ~~regular Board or Special~~
63 meeting, provided the accused has been given at least five days notice of the proposed action, and is given
64 an opportunity to appear before the Board. All charges must be made in writing and if required by the
65 Board of Directors, supported by affidavit.

66 SECTION 7. Any member may withdraw from this Preserve after payment of all dues, by giving the
67 Membership Secretary written notice of his resignation, which shall operate as a release of all his interests
68 in this Preserve.

69 SECTION 8. Any member whose connection with this Preserve shall be severed by resignation, death,
70 expulsion, or otherwise, shall forfeit all interest in this Preserve.

71 ARTICLE II

72 MEETINGS

73 SECTION 1. Meetings shall be of three kinds: (A) Board, (B) General, and (C) Special.

74 SECTION 2. Board meetings shall be held for the purpose of conducting the business of the Preserve.
75 These meetings shall be held once monthly at a ~~regular~~ time and place as decided by the Board of
76 Directors. **A monthly meeting may be skipped if approved by the Board in advance.** A majority of the
77 Board of Directors **(10, assuming all postions are filled)** shall constitute the quorum necessary for the
78 transaction of business. **Directors may participate telephonically. Nothing in these bylaws shall prevent**
79 **the President, or presiding officer, from canvassing Director votes on Preserve business between scheduled**
80 **Board meetings.**

81 SECTION 3. The order of business at the Board of Directors Meetings, to the extent possible, shall be as
82 follows:

- 83 1. Recording of attendance
- 84 2. Reading and disposal of minutes and reports of Officers
- 85 3. Correspondence
- 86 4. Nomination and election of Directors and Officers
- 87 5. Topics of unusual urgency
- 88 6. Unfinished business
- 89 7. New business
- 90 8. Adjournment

91 SECTION 4. **Members may attend** ~~Attendance at~~ Board of Directors meetings, ~~shall be limited to members~~
92 ~~and to guests~~ **Non-member guests and Junior members must be** specifically invited by **Board members**
93 **Directors** to the meeting for specific business purposes, **provided pre-approval by either the President, Vice**
94 **President, or by Board action.** Only Directors shall have the privilege of voting.

95 SECTION 5. General Meetings shall be held for the purpose of furthering the objectives of the
96 organization, especially in educating the general membership and guests.

97 SECTION 6. The order of business at General Meetings, to the extent practicable, shall be as follows:

- 98 1. Invocation and/or salute to the flag
- 99 2. Reading of the Homewood Izaak Walton Preserve, Inc. pledge
- 100 3. Introduction and welcoming of new members and visitors
- 101 4. Reading and disposal of minutes and reports of Officers

- 102 5. Correspondence
- 103 6. Nomination and election of Officers and Directors
- 104 7. Topics of unusual urgency
- 105 8. Unfinished business
- 106 9. New business
- 107 10. Program (including committee reports when applicable)
- 108 11. Comments from the floor and anything for the good of the organization
- 109 12. Adjournment and entertainment

110 SECTION 7. Special Meetings shall be held at the call of the President or at the request of a majority of
111 the members of the Board of Directors (10, assuming all positions are filled) and shall be held on not less
112 than twenty-four hours notice.

113 SECTION 8. At any meeting, and in any election, only senior Members shall be allowed to nominate
114 Officers or Directors, or to vote on any matters.

115 SECTION 9. No contribution shall be solicited at any meeting of the Preserve unless authorized by the
116 Board of Directors.

117 SECTION 10. At the President's or presiding officer's discretion, the The latest edition of Roberts'
118 Manual of Parliamentary Rules, or specific areas therein, may be invoked or referenced to ensure fairness
119 and shall govern provide guidance to all proceedings of the Preserve, and all meetings of its Board of
120 Directors or Committees, except as otherwise provided by the Constitution or By-Laws.

121 ARTICLE III

122 NOMINATION AND ELECTION OF OFFICERS AND DIRECTORS

123 SECTION 1. At the April General Meeting in each year, the President, with the advice and prior approval
124 of the Board of Directors shall appoint a Nomination Committee of six Senior Members. Three of whom
125 shall be Officers or Directors, and three of whom shall not.

126 SECTION 2. At the May General Meeting in each year, the Spokesman, chosen by and from among the
127 Nomination Committee, shall read that Committee's list of endorsed candidates for each of the various
128 Officer and Director positions Offices (i.e. President, Vice President, General Secretary, Treasurer,
129 Membership Secretary, Director for General Environmental Concerns, and the four current 1 year
130 Directors). This will be immediately followed by the Presiding Officer calling for nominations from the
131 floor. At a minimum, all candidates and nominees must be senior members and in good standing. At the
132 discretion of the Presiding Officer, election voting for those contested positions with multiple
133 candidates/nominees, may be re-scheduled for a Special meeting to take place within the next calendar
134 month. The candidate for each Office receiving the highest number of votes shall be declared elected.

135 SECTION 3. No individual may run for, be nominated for, or be elected to more than one position as an
136 Officer or Director during any one election. An individual running for, or nominated for, an elective office
137 must resign, effective August 31, from any Board position he may hold at the time of his acceptance of the
138 nomination.

139 SECTION 4. If no individual is elected to a particular office during the regular election, then the vacant
140 office may not be filled by appointment prior to the November Board of Directors Meeting following the
141 election. This provision does not apply to, or in any way effect, an Office for which a candidate was
142 elected but resigned following the election. The Board of Directors may appoint an individual to any
143 unfilled Officer or Director position until that position is filled through the election process.

144 SECTION 5. The beginning of the term of office of Officers and Directors shall be 12:01 a.m., September
145 1.

146 ARTICLE IV

147 OFFICERS

148 SECTION 1. The Officers of this Preserve shall be elected to hold Office for the term of one year.

149 SECTION 2. The President shall be the Chief Executive Officer of this Preserve. It shall be his duty to
150 preside at all meetings of the Preserve and of the Board of Directors and to perform such other duties as
151 ordinarily pertain to his office.

152 SECTION 3. The Vice President shall, in the absence ~~or incapacitation of the President,~~ perform the duties
153 of the President. He shall also assist the President and shall perform such duties as shall be assigned to him
154 by the President or by the Board of Directors. ~~Although it is not a requirement, an individual serving as a~~
155 ~~Vice President should have expressed a willingness to serve a following year as President, and during his~~
156 ~~tenure as Vice President, he should endeavor to learn the duties and functions of the President and the~~
157 ~~nature and working of the Preserve.~~

158 SECTION 4. The General Secretary shall keep an accurate record in permanent form of all Board, ~~General~~
159 ~~meetings when voting occurs,~~ and Special Meetings and shall present these minutes at subsequent
160 meetings. The secretary shall prepare and record correspondence pertaining to the Preserve and its
161 functions and shall handle other related duties as requested by the President or by the Board of Directors.

162 SECTION 5. The Membership Secretary shall keep an active, up to date roster of all members. He shall be
163 responsible for the mailing and receipt of dues and memberships. He shall furnish the Board of Directors
164 and Officers with data from his membership roster and records as requested.

165 SECTION 6. The Treasurer shall receive all money for the Preserve. He shall deposit such money in the
166 manner hereinafter prescribed; he shall, monthly, account for the same to the Preserve; and upon his
167 retirement from office, he shall remit to his successor all funds, books and records of financial matters
168 belonging to the Preserve. He shall advise the Board of Directors of the financial trends of the Preserve
169 and render financial advice on proposed expenditures.

170 SECTION 7. The Director for General Environmental Concerns shall represent the Preserve in Board-
171 approved environmental and conservation pursuits and shall keep the Preserve advised of these issues.

172 SECTION 8. If any vacancy occurs during the year, in any one or more of the above Offices, for any
173 reason, the Board of Directors, at any ~~Regular Board~~ or Special Meeting, may elect a successor or
174 successors, who shall hold office until the next September 1st in the Office or Offices in which such
175 vacancy may have occurred, ~~subject to Article III, Sections 4 and 5.~~

176 SECTION 9. In the event of emergencies or temporary absences, the order of succession for the President
177 shall be:

- 178 Vice President
- 179 General Secretary
- 180 Treasurer
- 181 Membership Secretary
- 182 Director for General Environmental Concerns

183 SECTION 10. ~~Within the limitations of Article III, Sections 4 and 5, an An~~ Officer or Director having the
184 time and qualifications to serve, may be appointed to fill the unexpired term of a vacated office while
185 serving as an elected Officer of another office position. However, an individual holding more than one
186 Office shall have only one vote; he does not have a vote for each office he may be holding. Likewise, he
187 may be counted only once in determination of quorums at ~~Directors Board~~ Meetings.

188 ARTICLE V

189 BOARD OF DIRECTORS

190 SECTION 1. The management of this Preserve shall be vested in a Board of Directors composed as
191 follows:

192 The Officers (President, Vice President, General Secretary, ~~Treasurer,~~ Membership Secretary, and Director
193 for General Environmental Concerns) are members of the Board of Directors.

194 The remaining 12 members of the Board of Directors shall be elected by the members of the Preserve and
195 shall hold Office for 3 years.

196 SECTION 2. There shall be four Directors elected each year. The remaining eight Directors will not be on
197 the ballot because their 3 year terms shall not have expired. In the event of one of the eight Directors
198 resigning and his office being vacant at the time of election, that Office may be filled by the election
199 process for the unexpired portion of the term.

200 SECTION 3. For purposes of record and designation when the elected Officers and Directors take office in
201 September, those Directors having one year to serve shall be known as 1 year Directors, those having two

202 years to serve shall be known as 2 year Directors; and those recently elected for full terms shall be known
203 as 3 year Directors.

204 SECTION 4. Only Senior Members may serve as Officers or Directors.

205 SECTION 5. In case of any vacancy among the Officers or Directors for any reason, the Board of
206 Directors may appoint a successor to hold Office until the next September 1st, subject to the limitations by
207 Article III, Sections 4 and 5.

208 SECTION 6. A majority of the Board of Directors (10, assuming all positions are filled) shall constitute a
209 quorum necessary for the transaction of business.

210 SECTION 7. Any Director or Officer may be expelled by a majority vote at a Board of Directors Meeting
211 if that individual has failed to attend 3 consecutive Board of Directors Meetings without just cause.

212 SECTION 8. At the time of acceptance of this By-Law as amended, all Officers and Directors shall
213 continue to hold their offices for the duration of their elected terms.

214 ARTICLE VI

215 COMMITTEES

216 SECTION 1. The President shall appoint Committee Managers subject to the approval of the Board of
217 Directors. The President shall be an ex officio member of all committees, but will not serve as Committee
218 Manager or cast a vote on committee action unless to break a tie.

219 SECTION 2. The plans and programs of committees must be approved by the Board of Directors.

220 SECTION 3. Because of changing needs and changing conditions, the number and kinds of committees
221 and their jurisdictions shall not be explicitly enumerated in these By-Laws. However, there shall be basic
222 committees structured to include at least the preservation, maintenance and enhancement of the lakes,
223 wooded areas, boundaries, grounds and buildings owned or managed by the Preserve.

224 SECTION 4. The "Executive Committee" is a committee comprised of the Officers (i.e. President, Vice
225 President, General Secretary, Treasurer, Membership Secretary, and Director for General Environmental
226 Concerns).

227 ARTICLE VII

228 FINANCES

229 SECTION 1. The fiscal year of the Preserve shall currently begins at 12:01 a.m., September 1 of each
230 year. The fiscal year may be changed by the Board of Directors at any time.

231 SECTION 2. All receipts of income or monies flowing into the Preserve shall be received by the Treasurer
232 and properly recorded in the permanent record.

233 SECTION 3. All funds of the Preserve shall be deposited by the Treasurer, or upon his order, in the name
234 of the Preserve, in such bank or banks as may be approved by the Board of Directors.

235 SECTION 4. All disbursements shall be made by check, and shall be signed executed only by the
236 Treasurer, except that in the absence of the Treasurer, the President or other Officer specifically designated
237 by the Board of Directors shall be permitted to sign checks execute disbursements.

238 SECTION 5. The Treasurer shall keep a record of all funds entering the Preserve and all funds leaving the
239 Preserve. This record shall be shown to any Senior Members in good standing at any time such member
240 may request to see it.

241 SECTION 6. Only Officers and committee Managers may spend Preserve funds without specific prior
242 Board approval for each expenditure.

243 SECTION 7. Expenditures in excess of \$25.00 may not be made by anyone unless each such expenditure
244 is specifically authorized by the Board of Directors, as an itemized budget allocation, having full
245 knowledge of the purpose and nature of the proposed expenditure. The Board of Directors may, if it sees
246 fit lower this ceiling on unapproved expenditures below the \$25.00 limit. Furthermore, expenditures in
247 excess of \$150 for any specific item(s) related to a general Board approved budget line item (e.g. Building
248 Maintenance, Office Expense, Tree Removal, etc.) must be pre approved by either the President or Vice
249 President.

250 SECTION 8. The Treasurer must be furnished all bills completely itemized and with a statement of the
251 purpose of the expenditure before he can reimburse anyone for expenditures or before he can pay the bill.

252 SECTION 9. A thorough audit shall be made at least once each year by a committee designated by the
253 Board of Directors and submitted at a regular meeting of the Preserve. This audit shall begin at the time of
254 the termination of the previous audit.

255 SECTION 10. In the event of the dissolution of Homewood Izaak Walton Preserve, Inc., the Board of
256 Directors shall, after paying or making provisions for the payment of the liabilities of the Preserve, assign
257 all properties and interests of the Preserve to an organization which will maintain the integrity of the
258 Homewood Preserve essentially as a nature preserve, and in accord with the same objectives as stated in
259 Article II of the Constitution of the Homewood Izaak Walton Preserve, Inc.

260 ARTICLE VIII

261 PRESERVE LANDS

262 SECTION 1. Lands and waters owned by, and/or managed by the Preserve are to be managed in
263 accordance with the objectives in Article II of the Constitution.

264 SECTION 2. Of the total land area (not including waters) managed by the Preserve, a minimum of 50
265 percent must be preserved in a wild state, productive of food and cover for wildlife, and
266 may not be cleared, mowed, nor significantly abused by man, nor used for purposes of dumping or storage.
267 Preserve lands used by other tenants or occupants are to be included in the above consideration of lands
268 managed by the Preserve.

269 SECTION 3. The three large islands in the ~~group of sandpit lakes in the Preserve~~ are to remain
270 permanently wild and inaccessible to man.

271 SECTION 4. The approximately 10 acres of lakes on the Preserve lands may not be filled or destroyed in
272 whole or in part, except those portions of the lakes within 50 feet of the eastern boundary may be filled to
273 provide protection and screening between the lakes and the road.

274 SECTION 5. Preserve controlled lands, including waters, may not be disposed of, in whole or in part,
275 without the unanimous approval of the Board of Directors.

276 ARTICLE IX

277 PRESERVE PROPERTY

278 ~~Material p~~Property and equipment, other than real estate, donated or otherwise belonging to the Preserve
279 must remain in the Preserve unless its sale or disposal, item by item, is approved by ~~three-fourths vote of~~
280 ~~the total members of the Board of Directors~~ or at the President's discretion, with concurrence from another
281 Officer.

282 ARTICLE X

283 CONDUCT

284 SECTION 1. The name and resources of this Preserve shall not be used for, nor shall this Preserve sanction
285 the actions of individuals or groups for purposes other than those stated in Article II of the Constitution.

286 SECTION 2. This Preserve shall remain non-partisan in its efforts and activities.

287 SECTION 3. The use of lands and waters owned by and/or managed by the Preserve shall be in
288 accordance with the following rules of conduct: ~~Ground Rules, which may be amended or changed by the~~
289 ~~Board of Directors at any time.~~