

# BYLAWS OF Northern Illinois Pagan Alliance

An Illinois Non-Profit Religious Corporation

Dated: 01 March 2010

## ARTICLE 1

### OFFICES

#### SECTION 1. PRINCIPAL OFFICE

The principal office of the corporation for the transaction of its business is located at 10205 N. 2<sup>nd</sup> Street, Suite 123, Machesney Park, IL 61115.

#### SECTION 2. CHANGE OF ADDRESS

The Board of Directors may change the principal office from one location to another within the State of Illinois by noting the changed address and effective date below, and such changes of address shall not be deemed an amendment of these Bylaws:

9853 N. Alpine Rd. Suite 123 \_\_\_\_\_ Dated: \_3/1/10\_\_\_\_\_\_

\_\_\_\_\_ Dated: \_\_\_\_\_

\_\_\_\_\_ Dated: \_\_\_\_\_

## ARTICLE 2

### PURPOSE

#### SECTION 1.

- a. The primary objectives and purposes of the Northern Illinois Pagan Alliance (hereafter referred to as NIPA) shall be the promotion of religious networking and community building by way of providing a place for religious and educational purposes, promoting the discussion, evolution and dissemination of Wiccan and Neopagan culture and values within but not strictly limited to the greater northern Illinois area.
- b. For the purposes of this document, the words Pagan and NeoPagan may be used interchangeably, and are defined as follows. A Pagan or NeoPagan is someone who self-identifies as a Pagan, and whose spiritual or religious practice or belief fits into one or more of the following categories:
  - Honoring, revering, or worshipping a Deity or Deities found in pre-Christian, classical, aboriginal, or tribal mythology; and/or
  - Practicing religion or spirituality based upon shamanism, shamanic, or magickal practices; and/or

- Creating new religion based on past Pagan religions and/or futuristic views of society, community, and/or ecology; and/or
- Focusing religious or spiritual attention primarily on the Divine Feminine.

- c. For the purposes of this document the term Wiccan refers to the practice of Wicca, a group of traditions of Neopagan Witchcraft.

## SECTION 2.

In no way shall the income or assets of the NIPA be to the benefit of any member of the NIPA, excepting that the Board of Directors shall have the right to reimburse individuals for authorized service to the NIPA.

## ARTICLE 3

### MEMBERSHIP AND DONATION

#### SECTION 1. MEMBERSHIP TYPES AND LEVELS

1. General member: A general member is a member who has contributed the general recommended donation, and receives all normal publications and mailings. General members have 1 vote.
2. Crescent Member: A Crescent Member has been a General or Associate member of NIPA for a continuous period of 2 years, and has contributed significantly to the organization in multiple ways (articles etc. for publications, organizing and membership efforts, financial commitments beyond the normal membership donations, etc.). Crescent membership may also be offered sooner than the suggested period by the Board in reward for extraordinary work or commitment. Crescent Members serve the organization in leadership positions, as leaders of committees etc. Crescent Members receive an additional vote, for a total of 2 votes.
3. Star Members: Star Members have made extraordinary commitments to the organization that go beyond just the financial and/or physical contributions. An example of this would be the founders of the organization, who have made a multi-year commitment to NIPA as organizers, board members, and officers. Star Membership is *offered* by the organization to those who have shown a deep commitment. Star Members should have been continuous members of the NIPA for 3 years at least (although this may be waived in extraordinary circumstances). Star Members have a responsibility to maintain the vision and direction of the organization, and serve in organizational leadership roles such as officers and board members. Due to the amount of work and commitment necessary to start this organization, the founders of the NIPA are

automatically accorded the status of Star Members. Hereafter, Star Members are chosen by consensus of the current Star Members. Due to the responsibility they have for maintaining the goals and vision of the organization, Star Members begin with 2 votes, and have an additional vote for every contiguous year they have been a member of NIPA.

5. Member in good standing: A member who is current on the suggested membership donation.

6. Participation of Children: The NIPA welcomes and embraces children's participation although some events may not be appropriate for children. Parents are responsible for supervising their children for the safety and respect of all. Non-emancipated minors sixteen (16) and older must attend with a parent or guardian for their first visit as we would like to meet with them (and want them to meet us) prior to involvement.

## SECTION 2. MEMBERSHIP DONATION

The requested donation for General members is \$20.00 per year. This includes all communications sent electronically or physically.

Donation for a Family Membership (2 adults + any children under 18 years of age) is \$30.00 per year. This includes one copy of all publications. A "Family Membership" must have all members at the same physical address. Each adult in a Family Membership shall have 1 vote.

Membership donations are subject to change by amendment of the Board of Directors.

## ARTICLE 4

### DIRECTORS

#### SECTION 1. NUMBER

The NIPA shall have three (3) Directors and collectively they shall be known as the Board of Directors. The number may be changed by amendment of this Bylaw, or by repeal of this Bylaw and adoption of a new Bylaw, as provided in these Bylaws. In all cases, the number of Directors shall remain odd.

#### SECTION 2. POWERS

Subject to the provisions in the Articles of Incorporation and Bylaws relating to action required or permitted to be taken or approved by the members, of NIPA, the activities and affairs of this NIPA shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Directors.

#### SECTION 3. TERMS OF OFFICE

The initial board of directors is composed of the founders, and will serve for three years.

Thereafter, each director shall be elected by a majority of voting members from among the Star Members of the organization, and shall hold office for three years, or until the Director resigns or is removed. If a Director is unable to fulfill a term of office, the remaining Board members will appoint a replacement until the next membership meeting, at which time an Interim Director will be elected to finish out the term.

#### SECTION 4. DUTIES

It shall be the duty of the directors to:

- a) Perform any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation of this corporation, or by these Bylaws;
- b) Appoint and remove, employ and discharge, and, except as otherwise provided in these Bylaws, prescribe the duties and fix the compensation, if any, of all officers, agents and employees of the corporation;
- c) Supervise all officers, agents and employees of the corporation to assure that their duties are performed properly;
- d) Meet at such times and places as required by these Bylaws;
- e) Register their addresses with the Secretary of the corporation and notices of meetings mailed or telegraphed to them at such addresses shall be valid notices thereof.

#### SECTION 5. QUALIFICATIONS

Any NIPA Star Member, meeting the following qualifications, may be elected to the Board of Directors:

- a) Over 18 years of age;
- b) A Star Member of the NIPA.
- c) Nominations for Directors will be made from May 1 to June 1.
- d) Nominated, nomination seconded and nomination accepted for office by June 1.

#### SECTION 6. COMPENSATION

Directors shall serve without compensation except that they shall be allowed reasonable reimbursement of expenses incurred in the performance of their regular duties as specified in Section 4 of this Article.

#### SECTION 7. REMOVAL

Board members may be removed from office by action of the Board of Directors. A request for removal may be submitted by petition of the Membership, with 2/3 of the adult members' signatures. Such submission initiates an investigation by an advisory

review committee consisting of representatives of the Membership and the Board. Cause for removal must be stated with the acceptable causes being:

1. Failure to fulfill the duties of office;
2. Engagement in public behavior 'unbecoming the office' while representing NIPA;
3. Conviction of a felony while in office.

The Board member shall be served with a written warning or rebuke and the review committee, after investigation, makes a recommendation to the Board, which then takes action. Decisions for removal can be appealed within 1 month. A Special Meeting of the Membership will be called using Board approved communications methods. The appeal will be presented to the membership at said special meeting, requiring a 2/3 majority of members present at the special meeting for removal.

If a Board member is removed from the Board by this action, he or she is automatically removed from any Office of the Corporation said Director holds.

## ARTICLE 5

### OFFICERS

#### SECTION 1. NUMBER OF OFFICERS

The officers of the corporation shall be a President, a Secretary, and a Treasurer. The corporation may also have, as determined by the Board of Directors, a Vice President, Assistant Secretaries, Assistant Treasurers, or other officers. Any number of offices may be held by the same person except that neither the Secretary nor the Treasurer may serve as the President.

#### SECTION 2. QUALIFICATIONS

Any NIPA Star Member, meeting the following qualifications, may be elected to an Office:

- a) Over 18 years of age;
- b) A Star Member of the NIPA.
- c) Nominations for Officers will be made from May 1 to June 1.
- d) Nominated, nomination seconded and nomination accepted for candidacy by June 1.
- e) Directors may also be nominated and elected to an Office.

#### SECTION 3. TERMS OF OFFICE

Each Officer shall be elected by a majority of voting members and shall hold office for 2 years, until the Officer resigns, or is removed from office. If an Officer is unable to fulfill

a position, the Board members will appoint a replacement until the end of the term, at which point a new officer will be elected.

#### SECTION 4. COMPENSATION

Officers shall serve without compensation except that they shall be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their regular duties as specified in Sections 5, 6 and 7 of this Article.

#### SECTION 5. DUTIES OF PRESIDENT

The President shall be the chief executive officer of the corporation and shall, subject to the control of the Board of Directors, supervise and control the affairs of the corporation and the activities of the officers. He or she shall perform all duties incident to his or her office and such other duties as may be required by law, by the Articles of Incorporation of this corporation, or by these Bylaws, or which may be prescribed from time to time by the Board of Directors. Unless another person is specifically appointed as President of the Board of Directors, he or she shall preside at all meetings of the Board of Directors. If applicable, the President shall preside at all meetings of the members. Except as otherwise expressly provided by law, by the Articles of Incorporation, or by these Bylaws, he or she shall, in the name of the corporation, execute such deeds, mortgages, bonds, contracts, checks, or other instruments which may from time to time be authorized by the Board of Directors.

#### SECTION 6. DUTIES OF SECRETARY

The Secretary shall:

- Certify and keep at the principal office of the corporation the original, or a copy of these Bylaws as amended or otherwise altered to date.
- Keep at the principal office of the corporation or at such other place as the Board may determine, a book of minutes of all meetings of the directors, and, if applicable, meetings of committees of directors and of members, recording therein the time and place of holding, whether regular or special, how called, how notice thereof was given, the names of those present or represented at the meeting, and the proceedings thereof.
- See that all notices are duly given in accordance with the provisions of these Bylaws or as required by law.
- Be custodian of the records and of the seal of the corporation and see that the seal is affixed to all duly executed documents, the execution of which on behalf of the corporation under its seal is authorized by law or these Bylaws.
- Keep at the principal office of the corporation a membership book containing the name and address of each and any members, and, in the case where any membership has been terminated, he or she shall record such fact in the membership book together with the date on which such membership ceased.
- Exhibit at all reasonable times to any director of the corporation, or to his or her agent or

attorney, on request therefore, the Bylaws, the membership book, and the minutes of the proceedings of the directors of the corporation.

· In general, perform all duties incident to the office of Secretary and such other duties as may be required by law, by the Articles of Incorporation of this corporation, or by these Bylaws, or which may be assigned to him or her from time to time by the Board of Directors.

## SECTION 7. DUTIES OF TREASURER

Subject to the provisions of these Bylaws relating to the “Execution of Instruments, Deposits and Funds,” the Treasurer shall:

· Have charge and custody of, and be responsible for, all funds and securities of the corporation, and deposit all such funds in the name of the corporation in such banks, trust companies, or other depositories as shall be selected by the Board of Directors.

· Receive, and give receipt for, moneys due and payable to the corporation from any source whatsoever.

· Disburse, or cause to be disbursed, the funds of the corporation as may be directed by the Board of Directors, taking proper vouchers for such disbursements.

· Keep and maintain adequate and correct accounts of the corporation’s properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains and losses.

· Exhibit at all reasonable times the books of account and financial records to any director of the corporation, or to his or her agent or attorney, on request therefore.

· Render to the President and directors, whenever requested, an account of any or all of his or her transactions as Treasurer and of the financial condition of the corporation.

· Prepare, or cause to be prepared, and certify, or cause to be certified, the financial statements to be included in any required reports.

In general, perform all duties incident to the office of Treasurer and such other duties as may be required by law, by the Articles of Incorporation of the corporation, or by these Bylaws, or which may be assigned to him or her from time to time by the Board of Directors.

## SECTION 8. REMOVAL

Officers may be removed from office by action of the Board of Directors. A request for removal may be submitted by petition of the Membership, with 2/3 of the adult members' signatures. Such submission initiates an investigation by an advisory review committee consisting of representatives of the Membership and the Board. Cause for removal must be stated with the acceptable causes being:

1. Failure to fulfill the duties of office;
2. Engagement in public behavior 'unbecoming the office' while representing NIPA;
3. Conviction of a felony while in office.

The Officer shall be served with a written warning or rebuke and the review committee, after investigation, makes a recommendation to the Board, which then takes action. Decisions for removal can be appealed within 1 month. A Special Meeting of the Membership will be called using Board approved communications methods. The appeal will be presented to the membership at said special meeting, requiring a 2/3 majority of members present at the special meeting for removal.

If an Officer is removed from office, he or she is automatically removed from the Board of Directors if said Officer is a Director.

## ARTICLE 6

### COMMITTEES, GUILDS, COLLEGES

#### SECTION 1. COMMITTEES

The NIPA shall have such other committees as may from time to time be designated by resolution of the Board of Directors. Such other committees may consist of persons who are not also members of the Board. In addition, certain of these committees shall act in an advisory capacity only to the Board and shall be clearly titled as “advisory” committees.

#### SECTION 2: GUILDS

As a means of fostering common interests and community among the membership, the NIPA may as desired have various Guilds to act as discussion and communication forums for interested members. These Guilds will be organized and run by decision of the membership, subject to provisions in the Bylaws of the NIPA.

#### SECTION 3: COLLEGES

As a means of developing and furthering education and training in the community served by NIPA, from time to time the Board may organize Colleges, and employ or recruit instructors of specific expertise to train and educate the members of the community. Each of these colleges will be organized and operated under the umbrella of NIPA, subject to the provisions set forth in the Bylaws and/ or amendments.

## ARTICLE 7

### MEETINGS, COMMUNICATIONS, ELECTIONS

#### SECTION 1. BOARD OF DIRECTORS

The Board of Directors shall meet as needed to conduct necessary business, at a minimum of four (4) times a year. The meetings will be open to interested Members. Notice of the meeting will be posted to the Directors and Members not less than one week prior to the meeting, and will include a meeting agenda. The meeting will consist of:

1. Call Meeting to Order, by the President (or appointed Officer, or Director if no Officers are present.)
2. Reports (Treasurer, Web Master/Mistress, Social, Public Relations, Committees)
3. Old business: Any business not concluded at the previous meeting shall be dealt with at this time.
4. New business: Any new motions may be presented at this time. The initiator of a motion will be given a reasonable length of time to present their motion. Opposing views (if any) will be given a reasonable length of time to voice their opinion. The originator of the motion will then be given a reasonable length of time for rebuttal and to answer any questions.
5. Announcements.
6. Closing the meeting: Meeting is concluded by motion to adjourn, seconded and accepted by majority vote.

## SECTION 2. MEMBERS MEETING

Once each year, at or around the Summer Solstice, a General Membership Meeting of the Northern Illinois Pagan Alliance will be held. This meeting is open to all current members in good standing. At this meeting, all business requiring the Membership's participation will be conducted, including, but not limited to, elections, decisions regarding direction and projects for the coming year, and special recognitions.

## SECTION 3. SPECIAL MEETING

Special meetings can be called by the Directors with a one week notice. Emergency meetings of the Board can be called without notice by 1 Officer, or if 3 or more Directors agree to call the meeting.

## SECTION 4. AVAILABILITY AND NOTICES

NIPA General Meetings will be open to the general public. Meeting notes and special notices will be available to the general public via the NIPA web site, displayed brochures, or any Board approved method of advertisement.

## SECTION 5. ELECTIONS

## 1. Regular Elections

Elections for Officers and Directors will be held during the regular membership meetings that occur on an annual basis, when the terms of office are up for election. Quorum for the election shall be the number of members attending the meeting.

Directors are elected every 3 years. Nominations for candidacy for a director seat must be filed with the Board of Directors between May 1 and June 1 of the year the election is to occur, and the election will be held during the regular membership meeting on or near the Summer Solstice. Qualifications are as stated in Article 4 Section 5 of these Bylaws

Officers are elected every 2 years. Nominations for candidacy for an officer post must be filed with the Board of Directors between May 1 and June 1 of the year the election is to occur, and the election will be held during the regular membership meeting on or near the Summer Solstice. Qualifications are as stated in Article 5 Section 2 of these Bylaws.

## 2. Special Elections

If the Board of Directors or Officers determine that a Special Election is needed, the membership needs to be alerted via board-approved methods, and notified that a Special Election is to be held on the closest Saturday one month (or more) from the date of the communication, with the place and time the special election is to occur. The issue will be laid out before the membership in the communication. On that Saturday, the Board will convene the special election at the time and place specified, and the members present will constitute a quorum for purposes of the election.

### SECTION 6: WEBSITE

The NIPA will maintain a web site and email address to post meeting notices, notes and other information of interest to NIPA members and the public at large. In addition, notices and other information for the membership may be posted to the NIPA Ning site.

## ARTICLE 8

### FINANCES

#### SECTION 1. FISCAL YEAR

The fiscal year for the NIPA shall be from January 1 to December 31.

#### SECTION 2. EXECUTION OF INSTRUMENTS

The Board of Directors, except as otherwise provided in these Bylaws, may by resolution authorize any officer or agent of the corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent,

or employee shall have any power or authority to bind the corporation by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount. (Unless authorized by the Board, no Officer or Director will cause the NIPA to be liable for any expense)

### SECTION 3. BANK ACCOUNT

The NIPA will maintain a bank account with a minimum of three signatories authorized and requiring 2 signatures on checks. One signature must be the President or Treasurer and the other being an authorized Board Member.

### SECTION 4. EXPENDITURES

The Board will approve all extraordinary expenditures beyond those necessary for the operation and maintenance of NIPA.

### SECTION 5. DISSOLUTION

If it becomes necessary for the NIPA to dissolve, all assets will be donated to a nonprofit organization to be chosen by the acting Board.

### SECTION 6. GIFTS

The Board of Directors may accept on behalf of NIPA any contribution, gift, bequest, or device for the purposes of this corporation. In no case shall any gift be used for the benefit of an individual member, Officer or member of the Board of Directors.

## ARTICLE 9

### AMENDMENTS

#### SECTION 1.

These Bylaws can be amended by the Board. Any Member of the NIPA may propose an amendment to the Board. The Board will then review the proposal and create a written form to be presented to the general Membership 30 days before the Board votes on the issue.

