

**BYLAWS OF
BELLEVILLE SISTER CITIES, INC.**

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**BYLAWS OF
BELLEVILLE SISTER CITIES, INC.**

**Article I
Name, Address, Purpose**

Section 1. Name

Belleville Sister Cities, Inc.
Hereafter referred to as the Society

Section 2. Address

P.O. Box 333
Belleville, IL 62222-0333

Section 3. Purpose

The Society is established to promote and expand understanding and friendship with Paderborn, Germany, our Sister City, so that citizens of each city understand each other individually as members of their communities, citizens of their countries and as a part of the Family of Nations. The purpose of the Society shall be achieved through youth, cultural, and business exchanges.

**Article II
Society Legal Status**

Section 1. Incorporation

The proposal of a Sister City affiliation was approved by the City Councils of Belleville, Illinois, on 16 April, 1990, by Resolution Number 888 and Paderborn, Germany, on 22 May, 1990, by Resolution Number 625/90. The official Sister City relationship was established in Paderborn, Germany, on 2 September 1990, and reaffirmed in Belleville, Illinois, on 20 October 1991.

Belleville Sister Cities was incorporated in Springfield, Illinois, on 6 August 1991; Incorporation Number is A01 077163, recorded in Book 2828, page 124.

Section 2. Internal Revenue Service Status

The corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Service Code.

Section 3. Funds Control

Society funds shall be used only as directed by the board.

Section 4. Dissolution of Corporation

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purpose of the organization in such a 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 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 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 the purpose or to such organization or organizations as said court shall determine.

**Article III
Membership and Dues**

Membership is open to all area residents interested in furthering the purpose of the Society through membership application. Members joining prior to 1 January 1993 are Charter Members.

Section 1. Types of Membership

- A.** Ex-Officio: The Mayor of Belleville, Illinois, as ex-officio member, serves as the honorary chairman of the Society.
- B.** Student: Any person currently enrolled on a full-time basis as an elementary, secondary, or college student.
- C.** Individual: Any individual 18 or older not eligible for student membership.
- D.** Family: Includes children under age 18. Entitled to two adult votes

on membership voting matters.

- E. Fraternal/Service Clubs: Entitled to one vote on membership voting matters by designated individual.
- F. Corporate: Entitled to one vote on membership voting matters by designated individual.

Section 2. Dues

Categories of membership dues are Student, Individual, Family, Fraternal/Service Clubs and Corporate. Membership dues shall be paid annually or lifetime. Annual dues are payable by 1 January for each year. Life dues are payable in one or two payments. Membership is effective immediately upon completion of membership application and payment of dues.

Section 3. Termination of Membership

Membership shall be terminated upon death of member, written request of member, 60 days after non-payment of dues, or resolution of Board if member has grossly violated the Society's purpose or interests.

Article IV Composition of Society

Section 1. Officers

All officers and board members hold honorary positions and receive no compensation.

President
President Elect
Recording Secretary
Treasurer
Corresponding Secretary
Trustees (3)
Two Immediate Past Presidents

Section 2. Board of Directors

The Board of Directors shall consist of the elected officers, the two immediate past presidents and chairpersons of standing committees. These board members shall have one vote each. Other past presidents will be ex officio (by virtue of office and without a vote)

members of the board. A quorum shall consist of a majority of voting board members. Tie votes are broken by the president who casts one vote.

Section 3. Nominations, Elections and Appointments

The Nominating Committee shall present a slate of one or more candidates for each officer position to the membership at the November general meeting. An election is held in odd years to fill the offices of the president, president elect, secretaries, and treasurer for two year terms. An election is held every year to elect one trustee for a three year term. The two past president positions are not elected.

Section 4. Term of Office

New terms of office will begin 1 January of even years, except for trustees who assume office 1 January following their election.

Section 5. Vacancies

- A.** Midterm elective vacancies shall be filled by the Board of Directors for the remainder of the term except for the position of president elect. In the case of a president elect vacancy, the membership shall elect a new president elect at the next General Membership Meeting.
- B.** Chronic, unexcused absences from meetings or non-payment of dues by any board member shall constitute a vacancy as determined by a majority of the board. A letter of intent to remove shall be sent to the individual concerned at least five days prior to the vote for removal.

**Article V
Duties**

Section 1. President

The president shall preside at all meetings and shall coordinate all activities and committees of the Society. The president shall appoint all chairpersons of standing committees and serve as ex-officio member on all committees. The president shall advise the Mayor of Belleville and/or the City Council, as needed, of all planned projects and visits. The president shall have no authority to commit the City of Belleville to any contract or course of action on behalf of the Society. The president shall co-sign all checks.

Section 2. President Elect

In the absence of the president, the president elect shall preside and perform the duties of president.

Section 3. Recording Secretary

The recording secretary shall record the minutes of all business meetings and present them to the board no later than the subsequent meeting. The recording secretary shall maintain the Corporate Seal and, in conjunction with the president, shall sign all corporate papers.

Section 4. Treasurer

The treasurer shall have charge of all financial matters of the Society. The treasurer shall submit quarterly and annual financial statements to the membership as requested by the board. Disbursements of Society funds shall be by check, cosigned by the president. Incidental expenditures of \$100.00 or more require prior board approval. Annual and required audits shall be performed by a committee appointed by the president. The Society shall purchase and maintain a bond on the treasurer.

Section 5. Corresponding Secretary

The corresponding secretary shall attend to all correspondence of the Society and maintain required files.

Section 6. Immediate Past President

The immediate past president as well as all past presidents shall serve as advisors to other board members in achieving the purpose and aims of the Society.

Section 7. Trustees

The trustees shall assist board members in carrying out the programs and activities of the Society.

Section 8. Past Presidents

All past presidents may serve on committees at the request of, and at the discretion of, the president.

Section 9. Board of Directors

The board shall exercise corporate power and have charge of all funds and activities of the Society. Unless legally inappropriate, the decision of the board is final. The board shall have no authority to commit the City of Belleville to any contract or course of action on behalf of the Society.

Each board member shall maintain files and records as pertains to their position and pass those on to newly elected/appointed members on or before 1 January.

**Article VI
Committees**

Section 1. Standing Committees

The president appoints the chairs of standing committees and serves as ex-officio member on all committees. Each standing committee chair shall receive a copy of the Society bylaws from the president.

A. Youth Exchange

This committee shall promote, plan and organize youth exchange visits.

B. Membership

This committee shall contact potential members (all categories) for interest in Society membership and maintain the current membership roster.

C. Programs

This committee shall plan and arrange for the housing, transportation, and entertainment of visitors to the Belleville area and Society visits to Paderborn, Germany. This committee shall also arrange for social events of the membership.

D. Publicity

This committee shall develop materials and methods for bringing Society purpose and goals to the attention of the general public. It shall prepare articles for the Illinois Sister City and The Sister City International publications, as requested.

E. Newsletter

This committee shall solicit appropriate information and publish and distribute a quarterly newsletter to the membership and designated individuals and organizations.

Section 2. Special Committees

The president shall appoint special committees to perform specific functions as needed.

The president shall appoint a three person Nominating Committee to prepare and present to the general membership at the November meeting, a slate of candidates for each officer and trustee position, excluding that of immediate past president. Each candidate shall receive a copy of the Society bylaws from the Nominating Committee.

The president shall appoint a two person Auditing Committee to review the files of the treasurer annually or upon vacancy of the position and other required audits.

The president shall appoint a three person Archives Committee to serve as historian and archivist. The committee is responsible for the storage and condition of Society owned assets, gifts to the Society and display case contents in the Belleville City Hall, and shall maintain a catalog of all items.

**Article VII
Meetings**

Section 1. General Membership Meetings

A meeting of all members in good standing shall be held on the third (3rd) Thursday of February, May, August and November of each year. Elections are held at the November meeting. Meeting notices appear in newsletters.

Section 2. Board of Directors Meetings

A board meeting shall be held quarterly in January, April, July and October. Emergency or additional meetings may be called as determined by the president. Board meetings are open to the membership.

Section 3. Special Meetings

Special meetings of the membership may be called by a majority of the board or by petition of one-fifth (1/5) of the general membership.

The president may call a special meeting of the board as needed. A five day prior notice by mail, telephone or e-mail will be given to board members.

Section 4. Order Of Business

I. Call to Order and Pledge of Allegiance

II. Approval of Agenda

III. Reports:

President

President Elect

Treasurer

Recording Secretary

Corresponding Secretary

Chairs of Standing Committees:

Youth Exchange

Membership

Program

Publicity

Newsletter

Other reports:

Nominating

Audit

Archives

Other Special Committees.

IV. Old Business

V. New Business

VI. Announcements/Dates of Upcoming Events

VII. Adjournment

Section 5. Rules

Meetings will be conducted under the authority of Robert's Rules of Order.

Article VIII Delegates

The President shall be a delegate to the annual Illinois State Chapter of Sister Cities International and Sister Cities International annual conferences. Other delegate vacancies shall be filled by election by the board.

Article IX Bylaws

Section 1. Implementation

Approved bylaws will be effective immediately upon adoption by the membership.

Section 2. Amendments

Proposed amendments shall be presented to the Board in writing at least thirty days prior to requested implementation. Board approved amendments shall be presented to the membership at the next regular or special meeting. Members shall be notified in advance when proposed amendments are to be presented. Amendments require approval of a majority of members present. Approved amendments shall become effective immediately.

Document History

6 Mar 1992, Submitted to the membership by the Bylaws Committee

Dorothy A. Brauer
Walter Gausepohl
Charles C. Oelrich
Irvin Schaefer

16 Nov 1995, Amended

20 May 1999, Amended

21 Feb 2002, Amended

20 Nov 2008 Approved by the Membership

July 2008 Bylaws revised by the Bylaws Committee

Rich Berkel (Chairman)

Steve Koluch

Nancy Macklin

Marie Reichling

Jim Sheridan

14 Aug 2008 Approved by the Board of Directors