

MACOMB BEAUTIFUL ASSOCIATION BY-LAWS
(Revised – March 15, 2017)

ARTICLE I – NAME AND PURPOSE

Section 1 – NAME. The name of this association is **MACOMB BEAUTIFUL ASSOCIATION**, a not-for-profit association.

Section 2 – PURPOSE It shall be the purpose of this Association to improve the appearance and livability of the Macomb area. Attention shall be focused on public and private cooperative efforts to improve the community.

The Association shall:

-encourage good landscape design,
-stimulate appreciation of aesthetic values in the community environment,
-support environmental improvement projects.

In support of these goals, the Association shall:

-provide financial support for such projects,
-create opportunities for general public participation in these endeavors,
-be especially concerned with historical areas,
-partner with other groups in support of their endeavors.

ARTICLE II – MEMBERS

Section 1 - QUALIFICATIONS AND CLASSES. Members of the Association shall consist of representatives of governmental bodies and civic organizations, clubs, groups, businesses and individuals who are interested in supporting and promoting the purposes and objectives of this association. Members shall consist of three classes designated and defined as follows:

(a) CIVIC AND BUSINESS MEMBERS.

Civic member is any governmental body or a civic organization in McDonough County.

Business member is any corporation, partnership, or individual transacting business in the Macomb area.

An organization may designate one individual as a voting member of the Association.

(b) INDIVIDUAL MEMBER. Any individual residing in McDonough County. Each member shall have a vote.

(c) FAMILY MEMBER. Two people residing at the same address. Each person will have a vote. Dues will be at one and one-half times the individual rate.

Section 2. DUES OF MEMBERS. Dues shall be established by the members at the Annual Meeting. Dues for each calendar year shall be due and payable at the February membership meeting.

Section 3. MEETINGS. There shall be an Annual Meeting of members in November for the election of the Officers and for the transaction of any other business. Regular meetings are generally held the third Wednesday of March through June and September through November.

Special meetings shall be called by the President whenever directed by the Executive Committee (Officers) or by written request from five (5) members.

Notice of all Special meetings shall be given to the voting members not less than five days prior to the meeting.

Section 5. QUORUM. Those members in attendance at scheduled meetings shall constitute a quorum.

ARTICLE III – EXECUTIVE COMMITTEE

Section 1. MANAGEMENT OF ASSOCIATION. The property and affairs of the Association shall be managed and governed by the Executive Committee consisting of: President, First Vice President, Second Vice President, Secretary, and Treasurer.

Section 2. DUTIES OF THE OFFICERS.

(a) PRESIDENT. The President shall be the principle executive officer of the Association and shall supervise and control all business and affairs

(l) He/she may sign, with the Secretary or Treasurer, any

contracts or other instruments which the Executive Committee has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Executive Committee, or by these By-Laws, or by statute, to some other officer or agent of the Association.

(2) He/she shall appoint a committee to nominate the Executive Committee, said nominating committee to consist of three members.

(3) He/she shall appoint an Historian who shall keep an accurate history of Macomb Beautiful Association. History books are deposited in the Archives of the Leslie F. Malpass Libray on the campus of Western Illinois University.

- (b) FIRST VICE PRESIDENT. In the absence of the President, the First Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to, all the restrictions upon the President. The First Vice President shall perform such other duties as from time to time may be assigned to him/her by the President or the Executive Committee.**
- (c) SECOND VICE PRESIDENT. In the absence of the President and First Vice President, the Second Vice President shall perform the same duties as the First Vice President. The Second Vice President shall collect membership dues, maintain record of membership, and shall perform such other duties as from time to time may be assigned to him/her by the President or the Executive Committee.**
- (d) SECRETARY. The Secretary shall keep the minutes of the meetings of the members and the Executive Committee, in one or more books provided for that purpose; shall see that the President gets a copy of all minutes as soon as possible. The Secretary shall see that all notices are duly given in accordance with the provision of these By-Laws. The Secretary shall be custodian of the minutes on behalf of the Association and is duly authorized by the President to perform all duties incident to the office of Secretary, and such other duties as from time to time may be assigned by the President or the Executive Committee.**

- (e) **TREASURER.** The Treasurer shall have charge and custody of, and be responsible for, all funds and securities of the Association, receive and give receipts for money due and payable to the Association from any source whatsoever, and deposit all such moneys in the name of the Association in such banks, trust companies, or other depositories as shall be selected by the Executive Committee. A report of the finances of the Association shall be made by the Treasurer whenever required by the President or the Executive Committee. An annual report shall be presented at the February meeting.

At the discretion of the Executive Committee (Officers), the Treasurer may be required to give bond for the faithful discharge of his/her duties in such sum and with such sureties or surety as the Executive Committee shall determine.

ARTICLE IV – FINANCES AND ACCOUNTING

Section 1 – CHECKS. All checks, drafts, or other orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the Association shall be signed by the Treasurer, except as may otherwise be prescribed by the Executive Committee. The bills of the Association shall be prior approved by the President or other Executive Officer before they are turned over for payment by the Treasurer.

ARTICLE V. AMENDMENTS

Section 1 - These By-Laws may be amended or altered in the following manner: by a two-thirds vote of those present at any regular or special meeting of the membership, provided notice of the proposed change shall have been provided to each member not less than ten days prior to such meeting.

AMENDMENT

Article VI ARTICLES OF INCORPORATION of the undersigned, a majority of whom are citizens of the United State, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Illinois, do hereby certify:

FIRST: The name of the Corporation shall be **MACOMB BEAUTIFUL ASSOCIATION**.

SECOND: The place of this state where the principal office of the Corporation is to be located is the City of **MACOMB, MCDONOUGH** County.

THIRD: Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, making of distributions that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

FOURTH: The names and addresses of the persons who are the initial trustees of the corporation are as follows:

President	Rosemary Aten 904 Bayberry Lane, Macomb, IL 61455
1st Vice President	Paul Nollen 783 E. 1000th St., Macomb, IL 61455
2nd Vice President	Victoria Engnell 2100 N. Wigwam Hollow, Macomb, IL 61455
Secretary	Burt Witthuhn 1106 Bayberry Lane, Macomb, IL 61455
Treasurer	Gordana Rezab 1345 Parkview Dr., Macomb, IL 61455

FIFTH: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in

furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

SIXTH: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

In witness whereof, we have hereunto subscribed our names this 20th day of October 2004.

Signed _____ President

_____ 1st Vice President

_____ 2nd Vice President

_____ Secretary

_____ Treasurer