

LICNA – BY LAWS

April 10, 2018

BY LAWS APPROVED April 10, 2018 7:48PM

PRESENT: JOE ESPOSITO(President), KAREN PHELAN(Vice-President), MARY BETH HOWARD(Secretary), JIM PURGATORIO(Director), REGINA SCANNICCHIO(Director).

ARTICLE I

NAME OF ORGANIZATION:

The name of the organization shall be Little Italy Chicago Neighborhood Association, LICNA.

ARTICLE II

PURPOSE:

- 1) Ensure the quality and availability of public and private community services; and maintain the safety and mobility of the people who live and work in Little Italy;
- 2) Promote Little Italy as a place to conduct business and facilitate the development of a vital and prosperous business community;
- 3) Collect and distribute information about topics of interest to the community and provide a forum for residents and business owners to express their opinions;
- 4) Gain consensus on such topics and speak as a uniform voice for the community;
- 5) Promote a spirit of cooperation, goodwill and neighborliness, and encourage people to openly communicate and participate in the exchange of ideas about how to improve the community and preserve those features that make this community unique.

ARTICLE III

BOUNDARIES:

Boundaries of LICNA shall be defined as Harrison on the north, 15th Street on the south, Ashland on the west and Morgan Street on the east.

ARTICLE IV

GOVERNANCE:

LICNA shall be governed by a Board of Officers – President, Vice President, Secretary and Treasurer – and up to five (5) directors, who all together shall be called the Officers. Executive Council shall be comprised of the chairs of committees.

ARTICLE V

MEMBERSHIP:

Section 1—LICNA shall provide four (4) classes of membership:

LICNA – BY LAWS

April 10, 2018

RESIDENTIAL MEMBERSHIP

All persons eighteen (18) years of age or over who reside or own residential property totaling no more than **four units with** in LICNA boundaries shall be eligible for residential membership. Each residential member shall have one (1) vote regardless of the number of properties owned.

BUSINESS MEMBERSHIP (non-residential)

Any owner of a business located with the boundaries of LICNA is eligible for membership. Building owners are considered in this category. Each business member shall have one (1) vote.

INSTITUTIONAL MEMBERSHIP

Any civic, social, religious, educational or business organization, which has an office or business location, or any merchant association representing businesses or any person who owns more than four residential units within the boundaries of LICNA shall be eligible for institutional membership. Institutional members shall have one (1) vote per membership with up to four (4) individuals to be specified at time of membership application, qualified to cast the one vote on behalf of the institution.

AFFILIATE MEMBERSHIP

Individuals who do not live or own property within the boundaries of LICNA membership as an affiliate member. Affiliate members shall be non-voting members

Membership Dues:

Residential = \$60 annually

Residential / Senior = \$30 annually

Business = not less than \$200 annually

Institutional = not less than \$5000

Affiliate = Nothing

Section 2—Voting: All members as defined above, except affiliate members, shall have one (1) vote each to be cast during attendance at any general or special meeting. Each voting member must be in good standing with dues and have attended at least two of the six meetings held in the calendar year. One representative from each business and institution shall have the same privilege as the individual members listed above. Unless otherwise specified in these bylaws, decisions of LICNA shall be made by a majority vote of those members present at any meeting. Member must be present to vote. Eligible voting age is 18 and over.

ARTICLE VI

FINANCIAL SUPPORT:

DUES: Members in good standing will be those who pay annual dues in the following categories: individual, business, institutional and affiliate. Dues shall be established at the annual meeting and effective for the next LICNA fiscal year. Dues will not be prorated.

LICNA – BY LAWS

April 10, 2018

OTHER REVENUE SOURCES: Donations may be accepted, and fundraising and the sale of LICNA or other merchandise may be authorized by the Executive Council. A record of all financial transactions shall be maintained by the Treasurer.

ARTICLE VII

MEMBERSHIP MEETINGS:

Section 1—General Membership Meetings: There shall be a minimum of six general membership meetings each year. The meetings shall be convened on the second Wednesday of every other month. Notification shall be by posted notices, telephone calls (where needed), electronic mail lists or any other appropriate means of communication to reach a majority of the members. Notification shall require a seven (7) day advance notice to the general public and membership and news media that have requested notice.

Section 2—Special or Non-Regular Meetings: Special meetings of the membership, board or committees may be called by the president or by majority vote of the Executive Council as deemed necessary.

Section 3—Agenda: Subject to the approval of the Executive Council, the President shall prepare the agenda for general and special meetings of the membership. Any person may add an item to the agenda by:

- a.) submitting the item in writing at least seven (7) days in advance of the meeting or,
- b.) making a motion to the Executive Council to add an item to the general or special meeting agendas at those respective meetings.

Section 4—Quorum: A quorum for any general or special meeting of LICNA is a majority of members in good standing attending the meeting.

Section 5—Participation: Any general, special, Board, or committee meeting is open to any person and all who may wish to be heard regarding any item on the agenda. Only members will be eligible to vote. All actions or recommendations of the general or special meetings shall be communicated to all affected parties, including objections made.

Section 6—Procedures: Roberts Rules of Order shall be followed in all areas not covered by bylaws.

LICNA – BY LAWS

April 10, 2018

ARTICLE VIII

BOARD OF OFFICERS:

Section 1—Definition of Board of Officers: LICNA Board shall consist of four (4) officers – President, Vice President, Secretary and Treasurer.

Section 2—Eligibility for Board Service: Only members in good standing shall be qualified to hold an elected or appointed position. Membership eligibility is defined in Article V.

Section 3—Terms of Office: Terms of office for the Board of Officers are for three (3) years.

Section 4—Term Limits: No member of the Board of Officers shall serve more than four (4) consecutive terms.

Section 5—Board Vacancies: The Board may fill any vacancy on the Board by a majority vote. A member appointed to fill a vacancy shall serve the remainder of the unexpired term and until his or her successor is elected.

Section 6—Nomination and Election of Board of Officers: A nominating committee shall be formed to draw up a slate to be presented at the annual meeting. The committee must present a slate with nominations for any vacant position: President, Vice President, Secretary and Treasurer. Any officer will be elected by a majority of the general membership in good standing attending the annual meeting.

Section 7—Duties of the Board of Officers: All members of the Board of Officers shall have following responsibilities and powers:

- a. Manage the daily affairs of LICNA.
- b. Make decisions and represent the interests of LICNA on all matters for which it is impractical to present to the membership in advance. All such actions shall be reported to the membership at the next regular meeting.
- c. Establish a yearly work plan of priority issues and projects for maintaining and encouraging involvement in LICNA.
- d. Approve all expenditures more than \$500.

Section 8—Duties of Individual Members of the Board of Officers:

- a. President: The President shall preside at all meetings of Officers and Directors and all general membership meetings and call special meetings, if needed, with notice to the membership. The President shall perform such duties as the Board and Executive

LICNA – BY LAWS

April 10, 2018

Council and the membership authorizes. The President shall chair Board of Officers and Executive Council meetings and create agendas for all meetings based on requests submitted by officers, directors, general membership and other individuals. The President shall implement resolutions and motions of the membership, and with the Treasurer, approve disbursement of funds from the treasury up to five-hundred dollars (\$500). The President shall appoint committees to perform necessary functions and represent LICNA on specified topics. The President shall represent the position of the Board and the interests of LICNA. With the other three officers, the President shall appoint five (5) Directors.

b. Vice President: The Vice President shall perform the duties of the President in the President's absence and as authorized by the bylaws or regulations of the Executive Council. If the President should resign or leave office before the term has expired, the Vice President shall assume the President's duties until a special election is held and a new President is elected. With the other three officers, the Vice President shall appoint five (5) Directors.

c. Secretary: The Secretary shall record and maintain minutes of Executive Council, Board and membership meetings, record all votes, assist the President with correspondence and maintain the non-financial files of LICNA. The minutes shall include a record of attendance and the results of any vote(s) and recommendations made along with a summary of dissenting views. The minutes shall be posted and stored on LICNA website for a period of three (3) years. The Secretary shall retain written and electronic versions of the bylaws and provide copies to those who request them. The Secretary shall keep records of all correspondence of LICNA and its committees. The Secretary will maintain a list of Executive Council members and their terms. With the other three officers, the Secretary shall appoint five (5) Directors.

d. Treasurer: The Treasurer shall have charge of all funds belonging to LICNA and shall receive, deposit and disburse funds for LICNA in a bank(s) or financial institution(s) in such manner as designated by the Executive Council. The Treasurer shall maintain records of financial transactions and make financial reports as directed by the Board. The Treasurer shall keep all membership applications for two (2) years, and maintain a membership database. The Treasurer shall collect and maintain membership dues and status. The Treasurer shall propose a budget for the coming year at the annual meeting. With the President, the Treasurer shall approve disbursement of funds from the treasury up to five-hundred dollars (\$500). With the other three officers, the Treasurer shall appoint five (5) Directors.

LICNA – BY LAWS

April 10, 2018

ARTICLE IX DIRECTORS:

Section 1—Definition of Directors: LICNA Executive Council shall have five (5) directors, appointed by the Board of Officers. Each director will be assigned specific committee duties or area(s) of concentration by the Board of Officers. The Directors shall keep the general membership informed about the issues or events concerning the committees or areas they are assigned. They shall assist in notifying the general membership of events and assist in the circulation of materials for meetings or events to residents, businesses and institutions within LICNA.

Section 2—Eligibility to be a Director: Only persons eligible for membership shall be qualified to be a Director. Membership eligibility is defined in Article V.

Section 3—Terms of Office: Terms of office for Directors are for one (1) year to coincide with LICNA's fiscal year, which will be the calendar year.

Section 4—Term Limits: No Director shall be appointed for more than four (4) consecutive terms.

Section 5—Director Vacancies: The Board of Officers may fill any vacancy of the five (5) director positions by a 3-1 vote. A person appointed to fill a director vacancy shall serve the remainder of the unexpired term and until his or her successor is appointed by the Board of Officers.

ARTICLE X MEETINGS OF THE EXECUTIVE COUNCIL:

Section 1—The meetings shall be attended by the four (4) Officers and five (5) Directors.

a. Regular Executive Council Meetings: There shall be a minimum of six (6) board meetings each year, to be held at least one week before the general meetings. Notification shall be by posted notices, telephone calls, electronic mail lists or any other appropriate means of communication to reach a majority of the Executive Council members. Notification shall require seven (7) days' advance notice to the general public and membership and news media that have requested notice.

b. Special, Non-Regular or Emergency Executive Council Meetings: Special meetings of the Council may be called by the President or by majority vote of the Council as deemed necessary. Notification shall be by posted notices, telephone calls, electronic mail lists or any other appropriate means of communication to reach a majority of the members. Notification shall

LICNA – BY LAWS

April 10, 2018

require seven (7) days' advance notice to the general public and membership and news media that have requested notice.

c. Executive Council meetings are chaired by the President.

d. Quorum: A quorum for Executive Council meetings is a majority of the Officers and Directors.

e. Voting: Unless otherwise specified in these bylaws, decisions of the Executive Council shall be made by a majority vote of the Officers and Directors present at any meeting.

Section 2—Powers of the Executive Council: The Council shall be responsible for all business coming before LICNA and for assuring that members are informed of business that affects them through reasonable means of notification. The Council has the responsibility of acting in the best interest of the neighborhood but is not specifically bound to act according to the desire of the majority of members attending a particular meeting.

Section 3—Termination for non-attendance: Executive Council members failing to attend three (3) consecutive Executive Council meetings may be removed upon written notice.

ARTICLE XI COMMITTEES:

The President shall establish all standing committees and special committees. Each committee shall name a chairperson from among its ranks at the first meeting of the committee. That chairperson serves for one (1) year from time of appointment. A chairperson who fails to attend three (3) meetings or goes at least three (3) months without calling a meeting is subject to removal. The committee will choose a new chairperson by a majority vote.

ARTICLE XII PUBLIC MEETINGS/PUBLIC RECORDS REQUIREMENT:

LICNA shall abide by all the requirements relative to public meetings and public records as outlined the Illinois Open Meetings Act.

ARTICLE XIII ADOPTION AND AMENDMENT OF BYLAWS:

All amendments to these bylaws must be proposed in writing and submitted for presentation and reading a general meeting. Notice of a proposal to amend the bylaws, specifying the date, time and place for consideration, must be provided to all members a minimum of seven (7)

LICNA – BY LAWS

April 10, 2018

days before voting. Adoption of and amendments to these bylaws shall require a two-thirds (2/3) vote by the members present at a general meeting.

CONFLICT OF INTEREST PROCEDURES:

A transaction in which a member of the Executive Board may have a direct or indirect conflict of interest may be approved by a vote of the Board if in advance of the vote by the Board all material facts of the transaction and the member's interest are disclosed to the Board. A conflict of interest transaction is considered ratified if it receives the affirmative vote of the majority of the Board who have no direct or indirect interest in the transaction. A transaction may not be authorized by a single Director. If a majority of the Board who have no direct or indirect interest in the transaction votes to authorize, approve or ratify a transaction, a quorum must be present for the purpose of taking action. The presence of, or vote cast by a Board Member with a direct or indirect interest in the transaction does not affect the validity of the action taken by the Board. The Board Member with the direct or indirect conflict of interest may elect to abstain from voting on transaction.

GRIEVANCE PROCEDURES:

Section 1 — One-on-One Dialogue and Mediation: Individuals and groups are encouraged to reconcile differences, whether inside or outside the scope of these grievance procedures, through one-on-one dialogue or mediation.

Section 2—Eligibility to Grieve: Any person or group may initiate this grievance procedure by submitting a grievance in writing to the Board. Grievances are limited to complaints that the grievant has been harmed by a violation of these bylaws that has directly affected the outcome of a decision of LICNA. Grievances must be submitted within 45 days of the alleged violation.

Section 3 —Processing the Grievance: The Board shall arrange a Grievance Committee, which shall review the grievance. The committee shall hold a public hearing and give the grievant and others wishing to present relevant comment and an opportunity to be heard. The committee shall then forward its recommendations to the Board.

Section 4 — Final Resolution: Within 60 calendar days from receipt of the grievance, LICNA shall render a final decision on the grievance and notify the grievant of their decision. Deliberations by the grievance committee on a recommendation and by the Board on a decision may be held in executive session.

LICNA – BY LAWS

April 10, 2018

PROCEDURE FOR CONSIDERATION OF PROPOSALS:

Section 1 — Submission of Proposals: Any person or group, inside or outside the boundaries of LICNA may propose in writing items for consideration and/or recommendation to the Board. The Board shall decide whether proposed items will appear on the agenda of the Board, standing or special committees, or general or special meetings.

Section 2—Notification: The proponent and members directly affected by such proposal shall be notified in writing of the place, day, and hour the proposal shall be reviewed not less than 24 hours in advance.

Section 3— Attendance: The proponent may attend this meeting to make a presentation and answer questions concerning the proposals.

Section 4 — Dissemination: LICNA shall record recommendations and dissenting views in the meeting minutes.

NONDISCRIMINATION:

LICNA will not discriminate against individuals or groups on the basis of race, religion, color, sex, sexual orientation, gender identity, age, disability, national origin, income, or political affiliation in any of its policies, recommendations or actions.

Little Italy Chicago Neighborhood Association

Mission Statement

Little Italy Chicago Neighborhood Association addresses neighborhood issues, fosters community spirit, and advocates for Little Italy to government entities and public and private institutions. Little Italy Chicago Neighborhood Association respects the history and heritage of Little Italy and maintains and promotes this unique diverse neighborhood as an asset to the city.