

**BYLAWS
OF THE
ILLINOIS PRAIRIE CHAPTER
WILD ONES: NATIVE PLANTS, NATURAL LANDSCAPES**

PREAMBLE

As a chapter of Wild Ones Natural Landscapers, Ltd, (herein referred to as Wild Ones National or Wild Ones: Native Plants, Natural Landscapes) the rules which follow as adopted by the Illinois Prairie Chapter are under no circumstances intended to conflict with or undermine the national bylaws, but instead should be considered an integral part of the national bylaws, to provide additional support and direction, as required by specific chapter requirements.

MISSION STATEMENT

Wild Ones: Native Plants, Natural Landscapes promotes environmentally sound landscaping practices to preserve biodiversity through the preservation, restoration and establishment of native plant communities.

BYLAWS

ARTICLE I: NAME

The name of the organization shall be Illinois Prairie Chapter of Wild Ones: Native Plants, Natural Landscapes (herein referred to as Illinois Prairie Chapter).

ARTICLE II: PURPOSE

The purpose shall be to promote the use of native plants and sustainable landscaping practices.

ARTICLE III: MEMBERSHIP

Section 1 – Eligibility - Any person, household, business, or organization paying the required annual dues and abiding by the Policies of this organization shall be considered a member in good standing.

Section 2 – Dues - The annual dues rate shall be set by Wild Ones Natural Landscapers, Ltd. Dues are payable annually on the date of original membership application. Dues may be paid to either the Treasurer of the Illinois Prairie Chapter or to the National Treasurer.

ARTICLE IV: OFFICERS AND ELECTION PROCESS

Section 1 – Elected Officers - The elected officers of the Chapter Board of Directors and their terms of office shall be President (1 year), Vice-President (1 year), Treasurer (1 year), and Secretary (1 year). The term shall run from Jan 1 to Dec 31. No officer shall serve more than three consecutive terms in the same office.

Section 2 – Duties of the Elected Officers

- A. **PRESIDENT:** The role of the president is to act as a spokesperson for the chapter, to promote the mission, and to protect the interests of the chapter. Specific responsibilities include:
1. prepare an agenda for and preside at all meetings of the Illinois Prairie Chapter as provided for in Article V;
 2. appoint Standing Committee chairs with the approval of the majority of the Elected Officers;
 3. appoint Other Committee chairs, as necessary;
 4. prepare and submit the State of the Chapter report to the National Wild Ones Organization by the designated deadline during their term in office;
 5. serve as an ex-officio member of all committees except the nominating committee;
 6. cast a deciding vote in case of a tie;
 7. ensure the implementation of all chapter and National Wild Ones policies and procedures;
 8. serve as liaison to the National Wild Ones organization and other outside organizations
- B. **VICE -PRESIDENT:** The Vice-President shall be familiar with all aspects of Chapter functions and conduct the business of the Illinois Prairie Chapter in the absence of the President. Specific responsibilities include:
1. assist the President as necessary;
 2. preside at chapter meetings in the President's absence;
 3. assume the President's role for the remainder of the term if the office of President should become vacant;
 4. form the nominating committee and serve as its chair.
- C. **SECRETARY:** The role of the Secretary is to document chapter meetings and be responsible for chapter communications. Specific responsibilities include:
1. take the minutes of all business meetings;
 2. record and maintain a file of all minutes of all Board Meetings and Special Meetings;
 3. act as the custodian of all records and papers pertaining to the Illinois Prairie Chapter;
 4. prepare and distribute notices of Amendments to the Bylaws to the membership;
 5. and perform other duties as may be necessary to fulfill this position.
- D. **TREASURER:** The role of the Treasurer is to maintain records of all financial dealings of the chapter and share this information with the board to help the board make the best fiscal decisions possible. Specific responsibilities include:

1. receive, account for, and deposit in the Illinois Prairie Chapter bank accounts all funds of the organization and make authorized disbursements by the issuance of checks as directed by the Board of Directors;
2. one month prior to the beginning of the next fiscal year, submit a draft of an annual operating budget for approval by Board of Directors;
3. maintain appropriate financial records which shall be open to inspection and audit as directed by the Board;
4. prepare and submit such financial records as requested by the President and/or Board;
5. make a financial report at every Board of Directors meeting and the Annual Meeting;
6. prepare and submit the annual financial report to Wild Ones National by the designated deadline;
7. collect member dues and forward the dues to Wild Ones National;
8. perform other such duties as may be necessary to fulfill this position.

Section 3 – Nomination Process, Nominating Committee, Elections

- A. Nomination Process - Elections are held annually at the November Annual Meeting. A request for nominations will go out no later than September 1st. Members will be given two weeks to nominate themselves or someone else for any of the Elected Offices and should send nominations to the Nominating Committee Chair (as indicated in the newsletter). Those wishing to hold an office must be a member in good standing of the Illinois Prairie Chapter at the time of their nomination and during their term of office. The members shall be notified of the nominations at least two weeks prior to the Annual Meeting.
- B. Nominating Committee – shall be selected by August 31st and will be made up of the Vice President (as chair), two (2) Board members (excluding the current President), and two (2) at-large members. The Nominating Committee responsibilities include:
 1. assure that each candidate is a member in good standing (i.e., dues are current)
 2. contact all nominees to assure they agree to serve as a candidate for the named office
 3. create a slate of candidates, at least one per office,
 4. and present the slate to the members at least 14 days before the November Annual Meeting.
- C. Election Process – Self-nominations will be allowed from the floor at the time of the election. The vote shall be by secret ballot by members in good standing unless all candidates run unopposed. Then the vote shall be by voice acclamation. Ballots shall be counted by the nominating committee during the November meeting. The person with a plurality of votes in each office shall be declared the winner. In the case of a tie, a coin flip will decide the winner.
- D. Officer Transition - Before leaving office, the current office-holder shall hand over the Illinois Prairie Chapter files and all other chapter information they hold and shall acquaint the officer-elect with his or her duties.

Section 4 - Removal or Resignation

An Elected Officer may resign at any time upon written notice to the Board. An Elected Officer may be removed from office with or without cause during a Special Meeting called by a 2/3 vote of the Board of Directors. The vote shall be by secret ballot and shall be passed by a 2/3 vote of the members present at the meeting. The Board shall determine who will preside at this Special Meeting.

ARTICLE V: MEETINGS

Section 1 - ANNUAL MEETING: The Annual meeting of the membership shall be held during the month of November each year. Presentation of the annual report by the President, the Treasurer's report, and the election of the Officers shall take place at this meeting, as well as the transaction of other business as may come before the meeting.

Section 2 - SPECIAL MEETINGS: A meeting of the members may be called with no fewer than 7 days' notice by the President for the purpose or purposes stated in the call of the meeting. A Special Meeting may also be called by a 2/3 vote of the Board as described in Article IV, Section 4.

Section 3 - BOARD MEETINGS: Board of Directors shall meet monthly when there is business to transact, but shall meet no less often than quarterly. Board members may communicate via email, but voting will take place at Board meetings. If necessary, voting by email will follow the guidelines outlined in the Chapter Policies and Procedures.

Section 4 - GENERAL MEMBERSHIP MEETINGS: Regular meetings of the general membership shall be held monthly, with the exception of December, for a total of eleven meetings each year. The purpose of these meetings shall be to support and further the Purpose of the Chapter. Members present shall constitute a quorum for the transaction of business at monthly meetings. Members will be notified of meetings at least 7 days in advance.

ARTICLE VI: THE BOARD OF DIRECTORS

The Board of Directors (herein referred to as the Board) shall consist of the immediate Past President, the current Elected Officers, and the Standing Committee Chairs. The President shall be the Chairperson thereof. The Board of Directors shall have general supervision of the affairs of the Illinois Prairie Chapter; develop an annual budget; approve all expenditures; make decisions for action on such items as budget and projects; establish the general purpose of all committees; approve an annual calendar of events; and perform other duties as may be prescribed by the membership, the Illinois Prairie Chapter bylaws, and by Wild Ones National. A quorum of a simple majority of the Board is required to conduct business.

The Board of Directors shall appoint a committee of three made up of one at-large Chapter member and two Board members to conduct a financial review of the Chapter's books, accounts and operations bi-annually or, at its discretion, more frequently. The committee shall report its findings back to the Board. The Board may require an accounting or have an audit made of the handling of any Chapter funds by any officer, committee, or member of this Chapter. Any member of this Chapter in good standing may inspect any such financial review, audit or accounting upon request at a reasonable time and place.

If an office or Board position is shared by two people, both people shall have a full vote. However, any person who holds two or more positions on the Board shall have only one vote. Any Illinois Prairie Chapter member may attend any regular or special Board meeting.

ARTICLE VII: STANDING COMMITTEES OF THE BOARD

The Standing Committees shall include Membership, Program, Plant Sale, Publicity, Newsletter, Volunteer Coordinator, and Webmaster. Standing committee chairs shall be responsible for the execution of committee responsibilities as outlined in the Policies and Procedures; attending Board meetings as a voting member; making regular reports at Board meetings; developing a budget for the fiscal year by the established deadline; reading and responding to Board correspondence in a timely fashion; and shall perform other duties as deemed necessary by the Board.

Standing Committee Chairs are appointed by the president-elect with approval of the majority of the newly-elected officers. Standing Committee Chairs will serve a one-year term concurrent with the president who selected them. Standing Committee Chairs may select committee members subject to approval by the elected officers. Standing Committee Chairs may be removed from their position by a majority vote of the elected officers.

Section 1 - MEMBERSHIP: This Committee shall maintain the membership records, support member retention, and promote chapter growth.

Section 2 - PLANT SALE: This committee is responsible for conducting sales of native plants as requested by the Board.

Section 3- PROGRAMS: This committee, with input from the Board, shall plan a schedule of programs and activities for the General Membership Meetings.

Section 4 - PUBLICITY: This committee shall serve to notify the public of meetings, activities, and projects sponsored by the Illinois Prairie Chapter and open to the public.

Section 5 - NEWSLETTER: This committee shall coordinate the preparation and distribution of an Illinois Prairie Chapter newsletter at least quarterly.

Section 6 - VOLUNTEER COORDINATOR: This person shall assist other committees by finding volunteers among the members for various chapter-sponsored activities.

Section 7 - WEBMASTER: The webmaster shall coordinate activities necessary to maintain an up-to-date Illinois Prairie Chapter web presence; stay up to date on website activities at the National level; and perform other duties as deemed necessary by the Board.

ARTICLE VIII: AD HOC COMMITTEES

Ad hoc committees shall be created by the elected officers as needed. Each committee shall have its own chair who shall report to the Board for the duration of the effort.

Ad hoc Committee Chairs are appointed by the president with approval of the majority of the elected officers. Ad hoc Committee Chairs may select committee members subject to approval by the elected officers. Ad hoc Committee Chairs may be removed from their position by a majority vote of the elected officers.

ARTICLE IX: AMENDMENTS

The Bylaws of the Illinois Prairie Chapter may be amended at any General meeting with an affirmative vote of two-thirds (2/3) of the members present, provided the proposed changes have been submitted in writing to the membership at least two weeks prior to the meeting.

ARTICLE X: LIMITATION OF PERSONAL LIABILITY

No part of the net earnings of the organization shall inure to the benefit of any member, official or individual. Board members shall not be held personally responsible for any financial debt, legal actions or other legal concerns brought against the Illinois Prairie Chapter.

ARTICLE XI: DISSOLUTION

The Illinois Prairie Chapter may be dissolved at any time by a 2/3 vote of the members present at a Special Membership meeting called for that purpose, with the intent to dissolve having been communicated in writing to all members one month prior to the vote. In the event of dissolution of the Illinois Prairie Chapter, authorization to do so shall first be obtained from Wild Ones National. All monies still held in any form shall be transferred to Wild Ones National.

Article XII: NON-PROFIT STATUS

In accordance with the rules of 501(c)(3), non-profit organizations, and Wild Ones National, the Illinois Prairie Chapter may not participate in or make financial contributions to any political activities.

Article XIII: POLICIES AND PROCEDURES

Policies and Procedures for the operation of the chapter will be established and may be changed as needed by a majority vote of the Board of Directors.

Article XIV: SUSPENSION OF BYLAWS

Any Bylaw may be suspended at any General Membership meeting of the Chapter at which a majority of members is present, by the unanimous vote of all members present.

Article XV: PARLIAMENTARY PRACTICES

Except as otherwise specifically provided in these Bylaws, all questions of order or procedure with respect to any meeting or action of this Chapter, its Board of Directors or any committee appointed hereunder shall be determined in accordance with the most current version of Robert's Rules of Order.

Ratified: April 2013

Revised: May 2019