

**Chicagoland Association
OF
GOLF COURSE
SUPERINTENDENTS
MEMBERSHIP ROSTER**

PAST PRESIDENTS

BRUCE SERING	1968-70
JERRY DINELLI	1970-71
JULIUS ALBAUGH	1971-72
CARL GRASSEL	1972-73
JOHN JACKMAN	1973-74
JOHN EBEL	1974-75
DICK LAMKEY	1975-76
TOM BYRNE	1976-77
WOLFGANG MUELLER	1977-78
BOB WILLIAMS	1979
CARL HOPPHAN	1979-81
BRUCE SERING	1981-82
MICHAEL NASS	1982-83
JAMES JOHNS	1983-84
TIMOTHY KELLY	1984-85
AL FIERST	1985-86
BRUCE WILLIAMS	1986-87
RANDY WAHLER	1987-88
MIKE MATCHEN	1988-89
DAVE WARD	1989-90
ROGER STEWART	1990-91
BOB MAIBUSCH	1991-92
LEN BERG	1992-93
STEVE CUMMINS	1993-94
MARK KOWALICZKO	1994-95
BRIAN GREEN	1995-96
LES RUTAN	1996-97
JOHN GURKE	1997-98
DAVE SCHLAGETTER	1998-99
LARRY FLAMENT	1999-00
BRADLEY ANDERSON	2000-01
DAVID BLOMQUIST	2001-02
JEFF LEUZINGER	2002-04
MIKE MATCHEN	2004-05
CHARLES ANFIELD	2005-06
RICK BOWDEN	2006-07
F. DAN DINELLI	2007-08
DAN CHARLTON	2008-09
JON JENNINGS	2009-10
TOMMY WITT	2010-11
DAVE WARD	2011-12
JEFF VERCAUTREN	2012-13

JEFF FRENTZ	2013-14
DAVE RADAJ	2014-15
DON CROSS	2016-17
DAN TULLY	2017-18

**THE CHICAGOLAND ASSOCIATION
OF
GOLF COURSE SUPERINTENDENTS**

“CREED”

WE, THE MEMBERS OF THE CHICAGOLAND ASSOCIATION OF GOLF COURSE SUPERINTENDENTS, BELIEVE THE UNITY OF AN ASSOCIATION DEPENDS ON THE PROFESSIONALISM OF MEMBERS THEREIN. OUR GOAL IS TO CREATE THE ULTIMATE ENVIRONMENT FOR THE GAME OF GOLF.

WE PLEDGE TO OPENLY SHARE OUR KNOWLEDGE, IDEAS, AND OPINIONS WITH THE MUTUAL TRUST OF FELLOWSHIP AND TO CONTINUALLY STRIVE FOR SELF-IMPROVEMENT AND ADVANCEMENT OF OUR PROFESSION.

WE SHALL STRIVE TO ADHERE TO OUR BY-LAWS AND SEE THAT THE PURPOSE IS UNDERSTOOD AND RESPECTED.

WE WILL UPHOLD THE PROUD HERITAGE OF OUR PROFESSION WITH DIGNITY.

STANDARD OPERATING PROCEDURE

GENERAL

We have originated this Association for the purposes outlined in our By-Law objectives. Further, we want to be a relatively small group of active Superintendents who wish to be helpful toward one another in the fulfillment of our everyday professional lives. We believe that a straight-forward and open-minded attitude must be ever present so as to practically, if not completely, eliminate personal differences.

We believe that by exchanging and discussing golf course maintenance ideas, theories and techniques, that we can upgrade the resulting maintenance standards for our respective clubs, as well as the standing within the profession for our individual members.

MEETINGS

ANNUAL AND SPECIAL: Both are covered in the By-Laws.

REGULAR: Time-Date-Location: From April through October the meetings will be held in the evening as a dinner meeting. From November through March the meetings will be afternoon affairs and will also include meals.

The Board of Directors shall determine the specific date, time and place of each meeting after recommendation from the Arrangements Committee. This determination should be announced at each meeting as it applies to the subsequent meetings. The Arrangement Chairman will notify the membership approximately one week prior to each meeting.

FORUM: Chicagoland Forum, the Association's annual special educational program, shall be held in the early spring.

GUEST POLICY: Assistant Superintendents and/or Student Superintendents may be guests of their respective Superintendents at all meetings except the annual meeting and budget survey meeting. Non-member Superintendents are welcome as guests of members, but such individuals are only eligible to attend two meetings as the guest of any member. Prospective member guests may be invited to regular meetings as guests of the Membership Committee, but not to exceed two meetings. Educational speaker guests of all categories shall only be invited through the Education Committee Chairman with no limit on the number for any one meeting. An educational speaker's meal expenses shall be paid by the Association. Club members, officials and owners shall be welcome at specific meetings designated by the Board and by invitation of their respective Superintendents. Commercial representatives (exceptions as speakers) shall be eligible to attend only such meetings as are specifically set aside for the purpose by our Board. This type of meeting shall not exceed one meeting in a calendar year. All commercial representatives would then attend the same meeting. Educators, scientists, and research people may only be invited to regular meetings as guests of the President. No limit as to the number. Speakers are, again, exceptions. All other categories not previously covered shall be entitled to guest attendance only upon invitation by the President.

CONDUCTING THE MEETING

Robert's Rules of Order shall prevail for all meetings.

The President shall preside over all meetings when present. In his absence, the order of succession shall be Vice President, Secretary, Directors.

THE AGENDA

All meetings should generally follow this same pattern:

1. Call to order with Roll Call (Officers)
2. Reading of Creed by individual assignment
3. Reports of Officers and Committees
4. Old business
5. New business
6. Educational program or special event
7. Adjournment

The Sergeant-at-Arms shall assist the President in keeping order at all times. All members are expected to conduct themselves in a manner befitting true professional image and dignity of gentlemen. Acceptable attire for the meetings should be specified by the Board from time to time.

BOARD MEETINGS: Shall be conducted under the same rules as regular meetings except for the reading of the Creed and the educational program. Generally, the Board will meet immediately prior to the regular meetings and at such times as they deem necessary, all with due notice.

CHARTER MEMBERS

Members accepted during fiscal year 1968—March 1, 1968 to February 28, 1969—are charter members.

NEW MEMBERS

As a general policy, it is considered at this time that our greatest effectiveness can be achieved by keeping the total membership limited to a practical number so that meetings can remain of such size that everyone can participate in discussions. Our experience of 25 people has been well within these limits with no figure projected as to where the maximum limit might be. At the inception of the Chicagoland Association, all Superintendents in the Chicago area were sent invitations to join as members. From that point on, new members shall be invited by the Membership Committee. A

sponsoring member will advise the Past President that a specific guest is a prospective new member. These potential members will fill out applications which will be reviewed by the Board and a personal interview conducted before acceptance or rejection of any application. At the interview, the Board members should explain the objectives, procedures, and philosophy of the Chicagoland Association of Golf Course Superintendents to each applicant. Potential members should attend two meetings within a twelve-month period. At the third meeting, a new member shall be accepted upon recommendation of the Membership Committee and approval of the Board of Directors.

STANDARD OPERATING PROCEDURE

The President shall appoint one member of the Board to maintain any and all amendments to the Standard Operating Procedure. Any amendment or change to the S.O.P. shall be approved by the membership at any regular, special or annual meeting. It shall be the duty of the S.O.P. designate to call attention to the Board of infractions upon the S.O.P. Upon recommendation of Membership Committee and approval of Board of Directors, S.O.P. shall be subject to review every 2 years.

DRESS POLICY

A coat and tie must be worn at all regular business meetings unless designated otherwise by notification.

BENEVOLENT COMMITTEE

A Benevolent Committee will be set up for the express purpose of providing memorials to the immediate families of deceased members, at the discretion of the Board of Directors.

BY-LAWS OF THE CHICAGOLAND ASSOCIATION OF GOLF COURSE SUPERINTENDENTS

ARTICLE I

Purposes

The purpose of this Corporation as stated in its certificate of incorporation are:
To further the professional interests of Golf Course Superintendents; to advance, promote, and encourage professional knowledge among its members by the exchange of scientific and practical information relating to the care and maintenance of golf courses in order to secure more efficient operations thereof; and to cooperate with other organizations having similar interests and objectives.

The Corporation also has such powers as are now or may hereafter be granted by the General Not For Profit Corporation Act of the State of Illinois.

ARTICLE II

Offices

The Corporation shall have and continuously maintain in this state a registered office and a registered agent whose office is identical with such registered office, and may have other offices within or without the State of Illinois as the Board of Directors may from time to time determine.

ARTICLE III

Membership

Section 1. Each applicant for membership in this Association shall furnish satisfactory evidence of his or her qualification to the Association's Executive Committee, which shall be the sole judge of the applicant's qualifications for membership. The term "Regular Member" as used hereinafter, shall mean only Class A or Superintendent Member defined in Section 2. The term "Charter Member" shall mean those Class A Members who were members as of March 1927.

Section 2. Membership Classes.

Class AA – Life Members: To qualify for Life Membership, a member shall have been a Regular member for at least twenty-five (25) years and must have retired from active service as a golf course superintendent. A Life member shall have all the rights and privileges of the Association except that of holding office. A Life member shall be excused from payment for annual dues and assessments.

Class A – Golf Course Superintendent Members: To qualify for Class A Membership, an applicant shall have had, at the time of application for membership, at least three (3) years' experience as a golf course superintendent and be employed in such capacity. Class A members shall have all the privileges of the Association.

Class B – Golf Course Superintendent Members: To qualify for Class B membership, an applicant shall have had, at the time of application for membership, less than three (3) years' experience as a golf course superintendent and shall be presently employed as a golf course superintendent. Class B members shall have all of the privileges of the Association except that they shall not hold office.

Inactive Member: To qualify for an Inactive Membership, a Superintendent must be temporarily without a position, but attempting to become relocated.

An inactive member shall be granted a one-year grace period, which may be extended by the discretion of the Board of Directors, providing he does not have an allied position (fertilizer sales, etc.). At the end of the grace period, he must leave the Association.

Retired Member: To qualify for this classification, the applicant must be a member of this Association who has retired as a Golf Course Superintendent and who is not engaged in any allied position (sales or commercial, etc.). The retired member does not pay dues, but he can hold any office and sit on any committee of this Association.

Honorary Member: This classification will be for those individuals recognized and approved by the Board of Directors. The individual will be involved with the turfgrass industry. The honorary member does not pay dues, cannot hold any office and can participate on any committee of this Association.

Section 2. Election of Members: Members shall be elected by the Board of Directors. An affirmative vote of two-thirds of the Directors shall be required for election. All applicants for Class A or B membership must present an application for membership or evidence of membership with the Golf Course Superintendents Association of America and shall maintain such membership thereafter.

Section 3. Voting Rights: Each member shall be entitled to one vote on each matter submitted to a vote of the members.

Section 4. Termination of Membership: The Board of Directors, by an affirmative vote of two-thirds of all of the members of the Board, may suspend or expel a member for cause after an appropriate hearing, and may, by a majority vote of those present at any regularly constituted meeting, terminate the membership of any member who shall be in default in the payment of dues for the period fixed in Article XII of these By-Laws.

Section 5. Resignation: Any member may resign by filing a written resignation with the Secretary, but such resignation shall not relieve the member so resigning of the obligation to pay any dues, assessments or other charges theretofore accrued and unpaid.

Section 6. Reinstatement: Upon written request signed by a former member and filed with the Secretary, the Board of Directors may, by the affirmative vote of two-thirds of the members of the Board, reinstate such former member to membership upon such terms as the Board of Directors may deem appropriate.

Section 7. Transfer of Membership: Membership in this Corporation is not transferable or assignable.

ARTICLE IV

Meeting of Members

Section 1. Annual Meeting: An annual meeting of the members shall be held each year, for such purposes of electing Directors and for the transaction of such other business as may come before the meeting. If the election of Directors shall not be held on the day designated herein for any annual meeting, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a special meeting of the members called as soon thereafter as conveniently may be.

Section 2. Special Meeting: Special meetings of the members may be called either by the President, the Board of Directors, or not less than one-tenth of the members having voting rights.

Section 3. Place of Meeting: The Board of Directors may designate any place, either within or without the State of Illinois, as the place of meeting for any annual meeting or for any special meeting called by the Board of Directors. If no designation is made or if a special meeting be otherwise called, the place of meeting shall be the registered office of the Corporation in the State of Illinois, provided, however, that if all of the members shall meet at any time or place, either within or without the State of Illinois, and consent to the holding of a meeting, such meeting shall be valid without call or notice, and at such meeting any Corporate action may be taken.

Section 4. Notice of Meetings: Written or electronic notice stating the place, day, and hour of any meeting of members shall be delivered, either personally or mailed to each member entitled to vote at such meeting, not less than five or more than forty days before the date of such meeting, by or at the direction the President, or the Secretary, or the officers or persons calling the meeting. In case of a special meeting or when required by statute or by these By-Laws, the purpose for which the meeting is called shall be stated in the notice. If mailed, the notice of a meeting shall be deemed delivered when deposited in the United States mail addressed to the member at his address as it appears on the records of the Corporation, with postage thereon prepaid.

Section 5. Informal Action by Members: Any action required to be taken at a meeting of the members of the Corporation, or any other action which may be taken at a meeting of members, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the members entitled to vote with respect to the subject matter thereof.

Section 6. Quorum: The members holding one-tenth of the votes which may be cast at any meeting shall constitute a quorum at such meeting. If a quorum is not present at any meeting of members, a majority of the members present may adjourn the meeting from time to time without further notice.

Section 7. Proxies: At any meeting of members, a member entitled to vote may vote either in person or by proxy executed in writing by the member by his duly authorized attorney-in-fact. No proxy shall be valid after eleven months from the date of its execution unless otherwise provided in the proxy. Proxy votes are valid only if the voting member is ill or otherwise unable to attend the annual meeting due to travel of at least 100 miles distant from the site of the annual meeting.

ARTICLE V

Board of Directors

Section 1. General Powers: The affairs of the Corporation shall be managed by its Board of Directors.

Section 2. Number, Tenure and Qualifications: The number of Directors shall be seven. Each Director shall hold office until the next annual meeting of members and until his/her successors have been elected and qualified. Directors need not be residents of Illinois.

Section 3. Regular Meetings: A regular annual meeting of the Board of Directors shall be held without notice than this By-Law, immediately after, and at the same place as, the annual meeting of members. The Board of Directors may provide by resolution the time and place, either within or without the State of Illinois, for the holding of additional regular meetings of the Board without other notice than such resolution.

Section 4. Special Meetings: Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. The person or persons authorized to call special meetings of the Board may fix any place, either within or without the State of Illinois, as the place for holding any special meeting of the Board called by them.

Section 5. Notice: Notice of any special meeting of the Board of Directors shall be given at least two days previously thereto by written notice delivered personally or sent by mail or telegram to each Director at his address as shown by the records of the Corporation. If mailed, such notice shall be deemed delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these By-Laws.

Section 6. Quorum: A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board, provided, that if less than a majority of the Directors are present at

said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

Section 7. Manner of Acting: The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, except where otherwise provided by law or by these By-Laws.

Section 8. Vacancies: Any vacancy occurring in the Board of Directors or any Directorship to be filled by reason of an increase in the number of Directors, shall be filled by the Board of Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

Section 9. Compensation: Directors as such shall not receive any stated salaries for their services, but by resolution of the Board of Directors, a fixed sum and expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the Board, provided, that nothing herein contained shall be construed to preclude any Director from serving the Corporation in any other capacity and receiving compensation therefore.

ARTICLE VI

Officers

Section 1. Officers and Directors: There shall be elected a Board of Directors composed of seven persons, members of this Association, three of whom shall be elected each year for term of two years. The immediate Past-President shall serve as a Director for a term of one year. After this term, he may not be re-elected to the Board for one year.

Section 2. Election and Term of Office: The officers of the Corporation shall be elected annually by the Board of Directors. If the election of officers shall not be held at such meetings, such election shall be held as soon thereafter as conveniently may be. Vacancies may be filled or new officers created and filled at any meeting of the Board of Directors. Each officer shall hold office until his/her successor shall have been duly elected and shall have qualified. No Board member shall serve more than five consecutive years as a Director without elevation to the Executive Committee. All officers shall be Class A or B members of the Golf Course Superintendents Association of America

Section 3. Removal: Any officer or agent elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgement the best interests of the Corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 4. Vacancies: A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

Section 5. President: The President shall be the principal executive officer of the Corporation and shall in general supervise and control all of the business and affairs of the Corporation. He shall preside at all meetings of the members and of the Board of Directors. He may sign, with the Secretary or any other proper officer of the Corporation authorized by the Board of Directors, any deeds, mortgages, boards, contracts, or other instruments which the Board of Directors have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these By-Laws or by statute to some other officer or agent of the Corporation, and in general shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Section 6. Vice-President: In the absence of the President or in the event of his inability or refusal to act, the Vice-President (or in the event there be more than one Vice-President, the Vice-President, in the order designated, or in the absence of any designation, then in the order of their election) 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. Any Vice-President shall perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Section 7. Treasurer: If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board of Directors shall determine. He shall have charge and custody of and be responsible for all funds and securities of the Corporation, receive and give receipts for monies due and payable to the Corporation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article VIII of these By-Laws; and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Section 8. Secretary: The Secretary shall keep the minutes of the meetings of the members and of the Board of Directors in one or more books provided for that purpose, see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law, be custodian of the Corporate records and of the seal of the Corporation and see that the seal of the Corporation is affixed to all documents, the execution of which on behalf of the Corporation under its seal is duly authorized in accordance with the provisions of these By-Laws, keep a register of the post office address of each member which shall be furnished to the Secretary by such member, and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Section 9. Assistant Treasurers and Assistant Secretaries: If required by the Board of Directors, the Assistant Treasurers shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the Board of Directors shall determine. The Assistant Treasurers and Assistant Secretaries, in general, shall perform such duties as shall be assigned to them by the Treasurer or the Secretary or by the President or by the Board of Directors.

Section 10. Nominating Chairman: A Nominating Chairman, who need not be a member of the Board of Directors, but shall be a Past President of the CAGCS, shall be appointed by the President and shall then appoint a committee of three members, including himself, for the purpose of proposing a slate of officers.

Section 11. Voting Delegate: A Voting Delegate shall be the sitting President of the CAGCS, or at his discretion, the delegate shall be appointed by the CAGCS President for the term of one year. The Voting Delegate to the GCSAA from the CAGCS shall serve as the alternate to and aligned with the MAGCS Voting Delegate.

Section 12. SECTION 5. The President, with the approval of the Board of Directors, shall appoint an Executive Director who shall be the chief executive officer of the Association and a non-voting member of the Executive Committee. The person's function shall be to put into effect the decisions of the Board of Directors, and otherwise to advise, promote and carry out the objectives and purposes of the Association, as directed by the Board of Directors. His or her term of employment and compensation shall be decided by the Board of Directors, but in no event can the Board of Directors commit the Association to a contract exceeding three years.

ARTICLE VII

Committees

Section 1. Committees: Other committees not having and exercising the authority of the Board of Directors in the management of the Corporation may be designated by a resolution adopted by a majority of the Directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be members of the Corporation, and the President of the Corporation shall appoint the members thereof. Any member thereof may be removed by the person or persons authorized to appoint such member whenever in their judgement the best interest of the Corporation shall be served by such removal.

Section 2. Term of Office: Each member of a committee shall continue as such until the next annual meeting of the members of the Corporation and until his successor is appointed, unless the committee shall be sooner such member shall cease to qualify as a member thereof.

Section 3. Chairman: One member of each committee shall be appointed Chairman.

Section 4. Vacancies: Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Section 5. Quorum: Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Section 6. Rules: Each committee may adopt rules for its own government not inconsistent with these By-Laws or with rules adopted by the Board of Directors.

ARTICLE VIII

Contracts, Checks, Deposits and Funds

Section 1. Contracts: The Board of Directors may authorize any officer or officers, agent or agents of the Corporation, in addition to the officers so authorized by these By-Laws, 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.

Section 2. Checks, Drafts, Etc.: All checks, drafts or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer or an Assistant Treasurer and countersigned by the President or a Vice-President of the Corporation.

Section 3. Deposits: All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select.

Section 4. Gifts: The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest, or device for the general purpose or for any special purpose of the Corporation.

ARTICLE IX

Certificates of Membership

Section 1. Certificates of Membership: The Board of Directors may provide upon request the issuance of certificates evidencing membership in the Corporation which shall be in such form as may be determined by the Board. Such certificates shall be signed by the President or a Vice-President and by the Secretary and shall be sealed with the seal of the Corporation. All certificates evidencing membership of any class shall be consecutively numbered. The name and address of each member and the date of issuance of the certificate shall be entered on the records of the Corporation. If any certificate shall become lost, mutilated or destroyed, a new certificate may be issued therefore upon terms and conditions as the Board of Directors may determine.

Section 2. Issuance of Certificates: When a member has been elected to membership and has paid any initiation fee and dues that may then be required, a certificate of membership shall be issued upon request in his name and delivered to him by the Secretary, if the Board of Directors shall have provided for the issuance of certificates of membership under the provisions of Section 1 of this Article. CAGCS membership plaques/shingles are available to all Chicagoland members, at their request and expense.

ARTICLE X

Books and Records

The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors, and committee having any of the authority of the Board of Directors, and shall keep at the registered or principal office a record giving the names and addresses of the members entitled to vote. All books and records of the Corporation may be inspected by any member, or his agent or attorney for any proper purpose at any reasonable time.

ARTICLE XI

Fiscal Year: The fiscal year of the Corporation shall begin on the first day of January and end on the last day of December in each year.

ARTICLE XII

Dues

Section 1. Annual Dues: The Board of Directors may determine from time to time the amount of initiation fee, if any, annual dues payable to the Corporation by members of each class and assessments if desired. New members of the Corporation shall pay the annual dues plus the required initiation fee, if any.

Section 2. Payment of Dues: Dues shall be payable in advance on the first day of January in each year. Dues of a new member shall be prorated from the first day of the month in which such new member is elected to membership, for the remainder of the fiscal year of the Corporation.

Section 3. Default and Termination of Membership: When any member of any class shall be in default in the payment of dues for a period of three months from the beginning of the period for which such dues become payable, his membership may thereupon be terminated by the Board of Directors in the manner provided in Article III of these By-Laws.

ARTICLE XIII

Seal

The Board of Directors shall provide a corporate seal which shall be in the form of a circle and shall have inscribed thereon the name of the Corporation and the words, "Corporate Seal, Illinois."

ARTICLE XIV

Waiver of Notice

Whenever any notice whatever is required to be given under the provisions of the General Not For Profit Corporation Act of Illinois or under the provisions of the Articles of Incorporation or by the By-Laws of the Corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XV

Amendments to By-Laws

These By-Laws may be altered, amended or repealed and new By-Laws may be adopted by a majority of the members present at any annual meeting or at any special meeting.

ARTICLE XVI

Indemnification

Indemnification. The Corporation shall indemnify any and all persons who may serve or have served at any time as officers or directors, and their respective heirs, paid administrators, successors and assigns, against any and all expenses, including amounts paid upon judgments, counsel fees and amounts paid in settlement (before or after suit is commenced), actually necessarily incurred by such person in connection with the defense or settlement or any claim, suit or proceeding in which they, or any of them, are made parties, or a party, or which may be asserted against them or any of them, by reason of being, or having been, an officer or director of this Corporation, except in relation to matters as to which any such officer or director, or former officer or director, shall be adjudged in any action, suit or proceeding to be liable for those acts and omissions arising out of his/her willful misfeasance. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled including such immunities under any law, bylaw agreement, or otherwise.

ARTICLE XVII

Insurance - The Association will maintain and keep current a Directors and Officers Liability Policy and General Liability Insurance.

ARTICLE XVIII

Dissolution – Addition to Current By-Laws

Dissolution. In the event of the dissolution of the Corporation, after all liabilities and responsibilities have been met, its assets shall be distributed in accordance with the Internal Revenue Code concerning its exempt status or in accordance with State law. The decision of distribution shall be made by the Board of Directors.

