



Diaper Bank Partnership of Lake County Bylaws

I. Name and Purpose

The name of the organization shall be the Diaper Bank Partnership of Lake County. The organization is a nonprofit organization incorporated in the state of Illinois.

The Diaper Bank Partnership of Lake County is organized for charitable purposes. Its mission is to raise awareness in the community around the issue of the need of diapers for the underserved. The purpose of the organization is to:

1. Raise awareness for the need of diapers in the community through marketing in the media - television, radio, print, online, etc.
2. Create diaper drop off locations throughout the community.
3. Solicit monetary contributions to purchase diapers in bulk at a lower cost.
4. Warehouse and distribute diapers to partner agencies who will distribute diapers to their clientele.
5. Raise awareness of the needs of the underserved and to translate that raised awareness to community engagement focused on the collection of diapers to support those in need.
6. Coordinate diaper drives with service clubs, churches, schools, youth groups, and other community groups interested in supporting our mission.

II. Board of Directors

A. The Board of Directors shall serve without pay and consist of no more than thirteen members.

B. Board members shall serve staggered two year terms and may not serve more than five terms consecutively.

C. Vacancies shall be filled by the Board by a majority vote (50% plus one). A quorum must be present. The majority constitutes a quorum.

D. Resignation, Termination, and Absences:

1. Resignation from the board must be in writing and received by the Secretary.
2. A board member may be terminated from the board due to excess absences.
3. A board member may be removed for other reasons by a three-fourths vote of the remaining directors.

III. Officers

A. The officers of the board shall consist of a President, Vice-President, Secretary, and Treasurer nominated by the board.

B. Officers are elected by a majority vote (50% plus one). A quorum must be present. The majority constitutes a quorum.

C. Role of officers:

1. The President shall preside at all Board meetings, appoint committee members, and perform other duties as associated with the office.
2. The Vice-President shall assume the duties of the President in case of the President's absence.
3. The Secretary shall be responsible for the minutes of the Board, keep all approved minutes in a minute book, and send out copies of minutes to all. The Secretary will assure that corporate records are maintained.
4. The Treasurer shall keep record of the organization's budget and prepare financial reports as needed.

D. Elected officers shall serve a term of two years and will be elected at the annual meeting in October.

IV. Committees

A. The Board and/or President may appoint standing and ad hoc committees as needed.

B. The four officers of the board will constitute the Executive Committee. Except for the power to amend the Article of Incorporation and bylaws, the Executive Committee shall have all the powers and authority of the board of directors in the intervals between board meetings of the board of directors and is subject to the direction and control of the full board.

V. Meetings

A. Regular meetings shall be held quarterly at a date and time to be determined by the majority of the board. At least five days notice will be required.

B. Special meetings may be held at any time when called for by the President or the majority of Board Members.

C. Agendas shall be provided at least five days in advance, unless otherwise noted and accepted as such via phone or e-mail communication.

D. Lake County Diaper Bank Partnership will hold an annual meeting each year in **October**, and will at that time, replace directors and/or officers whose terms will expire. **New terms will begin on January 1** of the coming year.

VI. Voting

- A. A majority of board members constitutes a quorum. In absence of a quorum, no formal action shall be taken except to adjourn the meeting to a subsequent date.
- B. Passage of a motion requires a simple majority, one more than half the members present.

VII. Conflict of Interest

Any member of the board who has a financial, personal, or official interest in or conflict (or appearance of a conflict) with any matter pending before the Board, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to the Board to voluntarily excuse him/herself and will vacate his seat and refrain from discussion and voting on said item.

Each director, and members of the committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflicts of interest policy,
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

VIII. Fiscal Policies

The fiscal year of the board shall be January 1 to December 31 of each year.

IX. Amendments

These by-laws may be amended by a two-third vote of Board members present at any meeting, provided a quorum is present, and a provide a copy of the proposed amendment(s) are provided to each board member at least one week prior to said meeting.

Certification

The bylaws were approved at a meeting of the Board of Directors by a two thirds majority vote on July 26th, 2011. Moderator and facilitator was The Reverend Frederick Rajan.