

Amendment 3

Bylaws, Article III, Section 71– 2025-2026 Yearbook, pages 114-115

- ***Current wording:*** There shall be six (6) classes of membership: Active, Senior, Junior, Non-Resident, Associate, and Affiliate. All classes of members except Junior, Non-Resident, Associate, and Affiliate shall have the right to vote and hold office. All classes except for Associate and Affiliate shall have the right to propose and endorse candidates for membership, unless specified elsewhere in the Bylaws.
 - a. Active members are those who live in the City of Chicago or within a distance of one hundred (100) miles.
 - b. Senior membership may be conferred upon any member who meets the requirements stated in the Policies and Procedures, Membership Section, addressing Senior membership.
 - c. Junior membership may be granted to a woman under forty (40) years of age. At the beginning of the fiscal year following her fortieth (40th) birthday, she shall become an Active member without payment of an additional initiation fee.
 - d. (1) Non-Resident membership may be granted to current members who do not live in the City of Chicago or within a distance of one hundred (100) miles for more than ninety (90) days annually.
 - (2) Any Active, Senior, or Junior member in good standing may request transfer to Non-Resident membership upon a change of permanent residence that meets the above restrictions.
 - (3) Non-Resident membership may be granted to a candidate for membership who is a close relative of a current member or a former member who resigned in good standing. Candidates must not live in the City of Chicago or within a distance of one hundred (100) miles for more than ninety (90) days annually.
 - (4) A Non-Resident member may change her membership classification by notifying the Second Vice-President in writing and meeting the financial obligations in accordance with Article IV, Section 5.
 - e. Associate membership may be granted by the Board of Directors to spouses or partners of deceased members of the Society. Such membership shall be renewable annually at the discretion of the Board. Privileges of such membership shall be determined by the Board.
 - f. Affiliate membership may be granted by the Board of Directors to members of organizations closely connected with the Society and having a like purpose. The Board shall determine the privileges and conditions of such membership.”

- ***Proposed amendment:***
(Unchanged text in black roman, additions in red italics, deletions struck through.)

There shall be six (6) classes of membership: ~~Active~~ **Regular**, Senior, Junior, Non-Resident, Associate, and Affiliate. ~~All classes of members except Junior, Non-Resident, Associate, and Affiliate shall have the right to vote and hold office. All classes except for Associate and Affiliate shall have the right to propose and endorse candidates for membership, unless specified elsewhere in the Bylaws.~~ **Regular members shall have full rights and privileges of membership as set forth in the Policies and Procedures. All other classes of membership shall have restricted privileges as set forth in the Policies and Procedures.**

- ***Additional change:*** Delete subsections a. through f. in their entirety.

- **Detailed Rationale:**
 - This amendment updates the Membership Article to align one class’s terminology with practices used by similar organizations.
 - It formally delineates the distinction between full-privilege and restricted-privilege classes and assigns the specifications of all qualifying criteria to the Policies and Procedures, in conformity with established best practices applicable to 501(c)(7) entities.
 - The Board of Directors maintains and updates the Policies and Procedures, with revisions made through Board action rather than a membership vote.
 - The Ad Hoc Committee on Membership believes these changes will strengthen engagement, retention, and recruitment.
 - Over time, the Society’s membership categories have become confusing and inconsistently applied.
 - Updating the privileges and restrictions for Seniors and Non-Residents addresses fairness concerns arising from changes in dues and participation pattern.
 - These updates and revisions also ensure that reduced-dues categories remain aligned with their intended purpose and comply with IRS requirements for limited-privilege and restricted-privilege membership classes.
 - To support informed voting, the Board-approved privileges and restrictions for each membership class are set out below, following the conforming clerical amendments. These provisions will take effect *only if* the amendment is adopted and are not themselves subject to a membership vote.

- **Conforming Clerical Amendments:**
 - Change *Active* to *Regular* – Replace all references to Active with Regular in **Article I, Section 2** (2025-2026 Yearbook, page 115) and **Article IV, Section 5** (2025-2026 Yearbook, page 117).
 - Replace membership phrase – Remove the phrase “*Active and/or Senior*” and replace it with “*voting member*” in **Article VII, Section 2**, 2025-2026 Yearbook, page 120).

- **Governing Details for the Membership Classes: Revisions to Policies and Procedures**

Regular (formerly “Active”) **Members** possess the full rights and privileges of membership, including:

- 1) **Election to Membership** – Shall be elected to the Society in accordance with the Society’s established admissions process.
- 2) **Committee Participation** – May serve on committees, vote on committee business, and chair committees.
- 3) **Sponsorship of Candidates** – May propose or endorse candidates for membership to the extent allowed within a given fiscal year.
- 4) **Voting Rights** – May vote on matters requiring a Society vote.
- 5) **Eligibility for Office** – Shall be eligible to hold elected office.
- 6) **Residency** – Shall have no residency requirements.
- 7) **Financial Obligations** – Shall pay an initiation fee, dues, and other charges as established by the Society.

Senior Members

a. Becomes eligible upon reaching the age of seventy (70), provided they have maintained membership in the Society for at least twenty-five (25) years.

b. Once eligible, may request Senior Member status at any time or may elect to remain Regular Members with full rights and privileges.

c. Privileges and Restrictions

- 1) May serve on committees, vote on committee business, and chair committees that do not report directly to the Board of Directors.
- 2) May propose or endorse candidates for membership to the extent allowed within a given fiscal year.
- 3) May not vote on matters requiring a Society vote.
- 4) Shall be ineligible to hold elected office.
- 5) Shall pay one-half ($\frac{1}{2}$) of the Regular Member dues. Senior Member dues shall remain at their current level until they equal one-half ($\frac{1}{2}$) of the Regular Member dues, after which they may be adjusted in parity to maintain the one-half ($\frac{1}{2}$) ratio.
- 6) The membership class shall be limited to a maximum of forty-five (45) members.

Non-Resident Members

a. Must live more than sixty-five (65) miles from Lathrop House for at least eight (8) months of the calendar year.

b. Privileges and Restrictions:

- 1) May be invited to membership directly as a Non-Resident.
- 2) May serve on committees, vote on committee business, and chair committees that do not report directly to the Board of Directors.
- 3) May not vote on matters requiring a Society vote.
- 4) Shall be ineligible to hold elected office.

c. Shall pay the Regular Member initiation fee and one-half ($\frac{1}{2}$) of the Regular Member dues.

d. Non-Resident Members shall retain their Non-Resident status under the residency rules in effect at the time they became such.

Junior Members

a. Shall be under forty (40) years of age.

b. Privileges and Restrictions:

- 1) May serve on committees, vote on committee business, and chair committees that do not report directly to the Board of Directors.
- 2) May propose or endorse candidates for membership to the extent allowed within a given fiscal year.
- 3) May vote on matters requiring a Society vote.
- 4) Shall be ineligible to hold elected office.

c. Shall become a Regular member at the beginning of the fiscal year following her fortieth (40th) birthday.

d. Shall not be required to pay an additional initiation fee upon becoming a Regular member.

Associate Members

a. Shall be the spouse or partner of a deceased member of the Society.

b. The Board of Directors may appoint those meeting this requirement to Associate Membership.

c. Membership must be renewable annually by the Board of Directors.

d. Shall receive membership communications, including the Yearbook.

e. Privileges and Restrictions:

- 1) May attend evening events at Lathrop House and bring guests.
- 2) May not vote, hold office, serve on committees, or propose or endorse candidates for membership.

f. Shall not be required to pay an initiation fee.

Affiliate Members

- a.** Shall be an organization closely connected with the Society and having a like purpose.
- b.** Those meeting this requirement may be granted Affiliate Membership by the Board of Directors.
- c.** Privileges and Restrictions:
 - 1) The Board of Directors shall determine the privileges and conditions of Affiliate Membership.
 - 2) Privileges and restrictions may be limited, revised, or withdrawn.