

MABAS DIVISION 54



CONSTITUTION & BY LAWS

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THE CONSTITUTION & BY-LAWS OF M.A.B.A.S. DIVISION # 54

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CONSTITUTION & BY- LAWS OF M.A.B.A.S. DIVISION # 54

ARTICLE I - IDENTITY AND SCOPE OF ORGANIZATION

The organization described in this document is the Mutual Aid Box Alarm System, a non-profit organization incorporated by and under the laws of the State of Illinois. The organization shall consist of representatives of political sub-divisions within the state as accorded recognition by the MABAS Agreement, and life and honorary members and representatives from the ranks of industrial, commercial and educational institutions as may receive recognition under the Constitution of the organization.

ARTICLE II - PURPOSES AND OBJECTIVES

The broad objectives of the Mutual Aid Box Alarm System Division # 54 are to assist state and local government to maintain an effective emergency services and disaster management program locally and statewide; to be a vital and effective element of our Mission; and through research, educational and informational programs, to advance the professional standards of individuals so engaged. Within these broad objectives, the association has as its purposes:

- A. To coordinate the efforts of its members in a common cause, to protect the lives and property of all persons within its territorial limits from fire or natural disaster, and to preserve and protect property.
- B. To evaluate and disseminate the common experiences and collective judgement of the fire service organizations and those other specialists trained in and responsible for emergency management activities.
- C. To serve as a clearing house for the collective experience, ideas and/or suggestions as well as successful courses of action among our members and to make this material available to our members and agencies.
- D. To provide opportunities for the members to keep abreast of new developments and approved principles relating to emergency management and to encourage members to take advantage of these services.
- E. To act in concert with and in a professional advisory capacity to other organizations regarding emergency management and emergency services matters.
- F. To establish a medium for effecting liaison between industrial, commercial and educational organizations and emergency service agencies.

ARTICLE III - MEMBERSHIP DEFINITION AND MEMBERSHIP DUES

Membership in the association shall be extended to a political subdivision, i.e., county, township, city, village, Fire Protection District, or incorporated town and such membership rights and only the individual responsible for the administration of their emergency service program shall exercise duties. Therefore within these limitations there shall be four classifications of membership listed as follows:

Section 1. – Membership Definition

- A. **ACTIVE MEMBER** : A political subdivision that is a current member of the MABAS Division # 54. The Chief, or the individual, who has been appointed by the Chief, shall be the representative for that political subdivision. Each political subdivision within MABAS Division # 54 shall have one voting representative that actively participates in all aspects of Division # 54 functions including the Mutual-Aid Box Alarms.

- B. **AFFILIATE:** Individuals and/or organizations sponsored by an active member. Individuals with responsibility in emergency management /preparedness, emergency services or related fields, other than as a qualified active member. Individuals in local, state and federal governments, as well as, private industry, educational, military, local emergency response planning and coordination also qualify for professional/technical membership. The Affiliate member will not participate in the box alarm system but may be called as an advisor or for support.
- C. **ASSOCIATE:** Individuals and/or organizations sponsored by an active member of their political subdivisions, which do not qualify for an affiliate membership, but are concerned with and are involved with the emergency management service program in their political subdivision.
- D. **LIFE:** Life membership shall be accorded each active member, affiliate member who has been a continuous member for 10 years or more and:
 - 1. That the active member, affiliate member is no longer associated with a political subdivision in a capacity which would make them eligible for such membership:
OR
 - 2. Those who are past presidents of this association, having served their term of office, shall by virtue of their accomplishments be known as Past President life members.

Section 2. Dues and Assessments:

- A. **MEMBERSHIP DUES:** Membership dues shall be paid annually, in advance, in an amount and at a time established by the Executive Board and confirmed by the membership.
- B. **SPECIAL ASSESSMENTS:** Special assessments may be made in manner prescribed by the Executive Board with prior approval of the membership.

Section 3. - Removal of Member:

By two-thirds (2/3) vote of the Membership, any member of the division may be reduced in membership or sanctions may be imposed for any activity or behavior that may be deemed contrary to the best interest of the division. The member shall be accorded all rights to reply to the charges and testify in his/her own behalf before the Executive Board.

ARTICLE IV - VOTING RIGHTS

Section 1. Voting Rights:

Voting rights for all members are contingent upon meeting and maintaining qualifications for membership and payment of all dues, fees and special assessments. When a member of a Department/District or Agency is delinquent on their annual dues payment of over 60 days, they shall no longer have voting rights.

The Officers of the Division shall not vote except when casting a vote for their member Department/District or Agency.

Each Chief may designate in writing one or more alternates who may represent the member Department/District or Agency in the absence of the Fire Chief/Administrator. Said designation must be filed with the Secretary of MABAS Division 54 prior to recognition.

Section 2. Voting Membership:

Memberships shall be accorded voting rights as follows:

- A. **ACTIVE MEMBER:** Shall be accorded (1) one full vote per active member.
- B. **ASSOCIATE:** Shall be considered a non-voting membership.
- C. **AFFILIATE:** Shall be considered a non-voting membership.
- D. **LIFE:** Shall be considered a non-voting membership

Section 3. Proxy/Absentee Voting:

Absentee *voting shall be permitted* as prescribed in the Division Policies and Procedures.

ARTICLE V - OFFICERS OF THE ASSOCIATION

Section 1. Officers:

OFFICERS ELECTED: Officers elected by the membership shall be:

- 1. President
- 2. Vice-President
- 3. Secretary
- 4. Treasurer

Section 2. Qualifications For Elective/Appointive Officer:

No person may be elected or appointed to office or continue to hold elective or appointive office unless they are a member in good standing of Division # 54. For the office of President, Vice-President, Secretary and Treasurer and they must hold an Active membership status. All persons elected or appointed to office shall exhibit qualities of leadership and have an active interest in the Division and emergency management services.

Section 3. Method of Selection:

An election shall be held at the annual meeting of the association.

- A. **PRESIDENT, VICE-PRESIDENT, SECRETARY, TREASURER:** Not less than thirty (30) days prior to the election date, prospective candidates for office shall place their names and qualifications in the hand of the nominating committee for consideration of placement on the official ballot.
- B. **NOMINATION FROM THE FLOOR:** Nomination of additional candidates for the office of President, Vice-President, Secretary and Treasurer shall be permitted from the floor.

Section 4. Term of Office:

- A. The term of office for an elected officer shall be two (2) years and shall commence upon taking the Oath of Office at the annual meeting, following the election of officers. In addition, the end of the term of office for the President and the Secretary shall fall on the opposite year of the Vice President and the Treasurer.
- B. The term of office for an "appointed" officer shall be for the remainder of the unexpired term and shall commence upon taking the Oath of Office.
- C. Upon completion of term of office or removal from office and within thirty (30) days or less, all accounts, records, materials and monies properly the property of the Division, shall be placed in the hands of the Executive Board or the representative thereof.

Section 5. Nominating Committee:

- A. The President shall appoint a Nominating Committee consisting of three (3) delegate members. A chairman will be chosen from those selected. With the consent of the Executive Board the Committee shall be affirmed. This committee shall be named at least thirty (30) days prior to election.
- B. This committee shall receive the names and qualifications of prospective candidates for election to office and upon examination and majority vote of committee as to their suitable qualifications, cause their name to be placed on the Official Ballot.

Section 6. Vacancy in Office:

Whenever a vacancy occurs in an office of the association for a reason other than expiration of term of office, the vacancy shall be filled in the following manner:

1. **President:** If a vacancy occurs in the office of President, the Vice President shall assume that office.
2. **Vice President, Secretary, Treasurer:** If a vacancy occurs in the office of Vice-President, Secretary and Treasurer, the President shall appoint, and with the consent of the Executive Board, a successor to that office who shall serve out the unexpired term at which time an election will be held. If the vacancy occurs in the office of President, a special meeting of the Executive Board shall be held within thirty (30) days following the date of vacancy.
3. **Appointed Officer:** If a vacancy shall occur in any appointed office, the President shall appoint with the consent of the Executive Board a new appointee to serve out the unexpired term.

Section 7. Removal of Elected Officer:

By a two-thirds (2/3) vote of the Membership, an officer may be removed from office for just cause but before such proceedings become final, the office shall be accorded all of the legal rights and privileges that are available to citizens of the United States, including the right of counsel, to reply to charges and to testify in his/her own behalf before the Executive Board.

ARTICLE VI – DUTIES

Section 1. President:

The President shall preside at all meetings of the association and meetings of the Executive Board, authorize expenditures within budget appropriations approved by the Executive Board, and perform all of the duties incumbent upon a President.

Section 2. Vice President:

In the event of the absence or disability of the President, the Vice-President shall perform all the duties of that office. The Vice President shall also serve the Executive Board as they may designate.

Section 3. Immediate Past President:

The Immediate Past-President shall act in an advisory capacity to the Executive Board and may preside at meetings of the division when requested by the President or Vice President.

Section 4. Secretary:

At all meetings of the division and all meetings of the Executive Board, the Secretary shall keep, or cause to be kept, accurate records of such proceedings and upon approval of such records place them in a record book.

Section 5. Treasurer:

- A. The Treasurer shall have charge of all monies and securities belonging to Division 54 and according to policies and procedures established by the Executive Board, shall disburse or direct the disbursement of all division funds. He/She shall keep, or cause to be kept, accurate accounts of all monies received or disbursed by the division. At the expiration, or within thirty (30) days of the term of office he/she shall turn over to his/her successor or to the Executive Board an audited account of stewardship and all monies and property of Division of 54.
- B. The Treasurer shall be bonded in an amount established by the Executive Board, but in no event less than twenty thousand dollars (\$20,000).

ARTICLE VII - EXECUTIVE BOARD

Section 1. Membership:

The Executive Board shall consist of the President, Vice President, Secretary, Treasurer and the Immediate Past-President in good standing and pursuant to the articles of incorporation this shall constitute the Board of Directors.

Section 2. Meetings:

- A. **REGULAR MEETINGS:** Within thirty (30) days following the election of officers the Executive Board shall meet to determine division policy for the ensuing year. The Executive Board shall meet to conduct regular business of the division at such other times as the President may direct; provided that all Executive Board members shall be notified at least ten (10) days in advance of such meeting.
- B. **SPECIAL MEETINGS:** Upon request of a majority of the elected officers of the division, the President shall call a special meeting of the Board. At such meetings only business as necessitated the call may be transacted.

Section 3. Special Authority:

When it is impracticable to convene the Executive Board and circumstances demand that the President act on behalf of the division, the President is authorized to do so provided that approval of a majority of the following officers is obtained: Vice President, Secretary and Treasurer.

Section 4. Quorum:

At regular meetings of the Executive Board, two-thirds (2/3) of the voting members present shall constitute a quorum.

ARTICLE VIII - COMMITTEES

Section 1. Committees, Appointment of:

The President shall appoint committees for the purposes that, in his judgement, will best serve the interests of the association and Emergency Management Service Programs.

Section 2. Ex-Officio Membership:

The President Vice and President shall be ex-officio members of all committees, with the exception of the Nomination Committee.

Section 3. Types of Committees:

There shall be four (4) types of committees in the division:

- A. **STANDING COMMITTEES:** These are continuing committees, established to advise upon the administrative and organizational affairs of the division. (i.e., Training, Box Card, Communications, & Website)
- B. **SPECIAL COMMITTEES:** Those committees that are conducted with various aspects of the Emergency Management Services Programs, rather than the administrative affairs of the division.
- C. **AD HOC COMMITTEES:** These committees may be formed at any time for special purposes or assignment and shall cease to function when their specific task is completed.
- D. **BUDGET COMMITTEE:**
 - 1. The Budget Committee shall be composed of the elected officers of the division.
 - 2. The Budget Committee shall meet previous to the fiscal year end and prepare a budget that shall be ratified by the Executive Board at their final meeting of the fiscal year. This budget and fiscal year end Treasurer's report shall be distributed to the membership in the form of an annual report, which may be published and distributed within thirty (30) days of the fiscal year end.

ARTICLE IX - MEETING OF THE ASSOCIATION:

Section 1. Regular Meetings:

The division shall meet at times and places designated at least one (1) year in advance and such times and places shall be established by the Executive Board. This schedule shall be prepared for the year, and distributed by the secretary at the 2nd meeting of the year to the entire membership.

Section 2. Annual Meetings:

The first regular meeting of the fiscal year shall be designated as the annual meeting.

Section 3. Special Meetings:

By authority of the President or a majority vote of the Executive Board, a specific meeting of the division may be convened for a specific limited purpose, such specific limited purpose shall be in the notice of the meeting announced at least three (3) days previous to the date set for the meeting and published to the division membership.

Section 4. Quorum:

At any regular or special meeting of the Division, there shall be in attendance, voting members representing at least the majority of the voting members to constitute a quorum.

Meetings will open with a roll call of each Department /District/Agency. The failure to hold a meeting at the time designated in these By-Laws shall not in anyway cause dissolution of MABAS Division 54.

ARTICLE X - FISCAL YEAR

The fiscal year of Division # 54 shall be January 1 through December 31.

ARTICLE XI - PARLIAMENTARY AUTHORITY

Robert's Rule of Order shall be the parliamentary authority for all matters of procedure not specifically covered by the Constitution, Policies and Procedures of this Division.

ARTICLE XII – AMENDMENT PROCEDURE

This constitution may be amended by two-thirds (2/3) vote of the members present at any regular membership meeting of the division, providing that notice of such proposed amendment shall be circulated to all members at least thirty (30) days in advance of said meetings; and provided further that such notice shall contain a copy of the amendment to be considered. Proposed amendments shall be submitted by or through the Constitution Committee or the Executive Board at least ninety (90) days in advance of the general meeting of the division.

ARTICLE XIII - DISCLAIMER OF ENDORSEMENTS:

No individual member or group of members representing the division shall have the authority to endorse or recommend any product or service in the name of the division.

XIV – EXPULSION, WITHDRAWAL

Section 1. Voluntary Withdrawal:

Any member may terminate its participation in the MABAS Division 54 at any time, provided that the member wishing to terminate its participation shall give written notice to the President of MABAS Division 54 specifying the date of termination, such notice to be given at least ninety (90) calendar days prior to the specified date of termination. The written notice shall be given by personal delivery, registered or certified mail to the President of MABAS Division 54.

IL- MABAS shall be notified in writing by the President of MABAS Division 54 of any member that voluntarily withdraws.

Section 2. Expulsion of Members:

By a vote of two-thirds of the entire membership of MABAS Division 54, any member may be expelled. Such expulsion, which shall take effect ninety (90) calendar days after the required vote, may be carried out for one or more of the following reasons:

1. Failure to make any payments due MABAS
2. Reduction or elimination of fire suppression or emergency medical capabilities to a point which places unwarranted burden on one or more members of MABAS Division 54.
3. Failure to carry out the obligations of a member which impairs the ability of MABAS Division 54 to carry out its purpose of powers. No member may be expelled except after notice from MABAS Division 54 of the alleged failure, along with a reasonable opportunity of not less than thirty (30) days to cure the alleged failure. The member may request a hearing before the membership before a decision is made as to whether the expulsion shall take place. The President shall set the date for a hearing which shall not be less than fifteen (15) days after the expiration upon receiving such request. A decision by MABAS Division 54 to expel a member after notice and hearing and failure to cure the alleged defect shall be final.

IL-MABAS shall be notified in writing by the President of MABAS Division 54 of any member expelled from Division 54 and the reason.

ARTICLE XV – PROPERTY AND EQUIPMENT:

Section 1: Ownership Rights

All property and equipment acquired by MABAS Division 54 shall be controlled in common by said members of MABAS Division 54 unless otherwise determined in writing by the parties or IL-MABAS. All installation, maintenance and repair for MABAS Division 54 equipment shall be authorized by the Executive Board of Division 54.

Section 2: Forfeit Rights

Upon resignation from MABAS Division 54, expulsion or dissolution of the unit of local government, a member shall forfeit all right, title and interest to any or all property owned jointly by IL-MABAS and or MABAS Division 54 members. Associate members shall not have any rights to property of MABAS Division 54.

ARTICLE XVI - MISCELLANEOUS:

Section 1. Definitions: Unless otherwise specifically set forth herein, words and phrases in this constitution shall have the following meaning:

"Shall" is mandatory and "May" is permissive.

The masculine gender shall include the feminine gender.

"Political Subdivision" means any Fire Department, Fire District, county, township, city, village or incorporated town.

"Emergency Management Service" as used in this constitution shall mean all of the measures undertaken to minimize the effects of fire or natural disaster, to relieve distress among disaster victims and to aid in the recovery after disaster. It shall include such activity as the development of appropriate organizational and operational plans; the recruitment and training of personnel. It shall also mean measures for controlling post disaster operations, including fire fighting and specialized operations.

"Division" whenever used shall mean the Mutual Aid Box Alarm System, Division #54

"Association" whenever used shall mean the MABAS Division #54 membership as a body, as it pertains to meetings, training, and all other functions not specific to emergency operations.

Section 2. Validity:

If any provision of this constitution or application thereof to any person or circumstance, is held invalid by a court of law, the remainder of this constitution and the application of its provisions to other persons or circumstances shall not be affected thereby.

ARTICLE XVII -ADMINISTRATIVE POLICIES AND PROCEDURES:

The Executive Board shall, at its first meeting after this article is adopted, establish a set of policies and procedures that shall be mandatory upon all officers of this division in the conduct of division affairs. The policies and procedures shall establish administrative standards and procedures, and when deemed appropriate, interpret the provisions of this constitution.

The Executive Board is empowered to formulate the policies and procedures and make changes thereto. Such provisions of the policies and procedures shall be drafted so as not to conflict with this constitution. Policies and procedures enacted shall become effective by a vote of a simple majority of the Executive Board members present at any regular meeting of the board or a special meeting when called for that purpose. Amendments, changes or deletions to previously enacted policies and procedures shall be by two-thirds (2/3) majority vote of members present at any regular or special called meeting.

ARTICLE XVIII - EFFECTIVE DATE:

This constitution will take effect the day following adjournment of the meeting at which it is adopted.

Approval

Approved by the membership at the annual meeting of the Mutual Aid Box Alarm System, Division # 54.