



BY-LAWS  
REVISION DRAFT  
PRESENTED  
NOVEMBER 2017

# IAA BYLAWS

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**BY-LAWS  
OF THE  
  
ILLINOIS ASSESSORS ASSOCIATION  
  
A DIVISION OF THE TOWNSHIP OFFICIALS OF ILLINOIS  
  
AS AMENDED NOVEMBER 14, 2017**

**PREAMBLE**

It is understood and hereby declared that this organization is a division of the Township Officials of Illinois, is organized under the jurisdiction of the Township Officials of Illinois, and will function not as a separate organization but only as such a division of the parent organization. Illinois Assessors Association shall not bind Township Officials of Illinois by contract or any other manner.

**ARTICLE I. NAME**

The name of this organization shall be the Illinois Assessors Association, a division of the Township Officials of Illinois, hereinafter referred to as "IAA".

**ARTICLE II. PURPOSE**

The purpose of IAA is to provide a medium through which members may:

- (1) Promote and protect the combined interests of all Illinois assessors.
- (2) Disseminate information of interest and concern to all members.
- (3) Encourage uniformity of administration and assessment and increase cooperation among Illinois assessors.
- (4) Inform the public, the Illinois legislature, and other governmental bodies of the advantages and benefits derived from well-funded standard assessment practices.
- (5) Coordinate and cooperate with the Township Officials of Illinois (TOI) and other organizations for the purpose of strengthening township government in the state of Illinois.

## ARTICLE III. MEMBERSHIP

### SECTION 1. CLASSES

A. IAA shall have four (4) classes of membership:

- (1) REGULAR MEMBERS – All duly elected, appointed, or contracted township and multi- township assessors in the state of Illinois may become regular members of IAA, with voting rights, upon payment of dues.
- (2) ASSOCIATE MEMBERS – Former regular members and current assessors' deputies and employees may become associate members of IAA and shall be permitted to participate in discussions and to serve on committees upon payment of dues. However, an associate member will not be permitted to vote or hold office in IAA.
- (3) SUSTAINING MEMBERS – Sustaining membership shall be limited to tax representatives and trade suppliers. Sustaining members shall be permitted to participate in discussions upon payment of dues. However, they will not be permitted to vote or hold office in IAA
- (4) HONORARY MEMBERS – Honorary membership shall be limited to:
  - (a) Past presidents of IAA who are no longer eligible for regular membership
  - (b) Other persons who have demonstrated a continued and special commitment to the interests of IAA and have been elected by the Board of Directors as honorary members.
  - (c) Election of an honorary member requires a consenting vote by a 2/3 majority of board members present and voting. Notice of a proposed vote on honorary membership must be included in the regular advance notice of the meeting at which the vote will occur.
  - (d) Honorary members shall not be required to pay dues to IAA. They will be permitted to participate in discussions but not to vote in meetings of IAA.

### SECTION 2. DUES

Dues shall be paid by members to IAA as provided in Article VIII. A member will be considered in good standing only when such member's dues are paid to IAA.

## **ARTICLE IV. BOARD OF DIRECTORS**

### **SECTION 1. DUTIES**

The Board of Directors shall conduct all affairs, exercise all powers, and control all properties of IAA, except as otherwise provided in these Bylaws. Such duties shall include but not be limited to removal of directors and election and removal of officers of IAA; filling vacancies within the Board; contracting and terminating of any paid staff; and designation of fees and remunerations for services performed for IAA.

### **SECTION 2. COMPOSITION**

The Board of Directors shall consist of twelve (12) directors plus the immediate past president of IAA. All must meet the requirements for regular membership in IAA. The twelve (12) directors shall be elected by a majority of votes cast at a meeting of the general membership of IAA during the time of, and at the place of, the annual convention of Township Officials of Illinois. Elections should be staggered so that six (6) of the twelve (12) directorships are open for election at each annual meeting.

### **SECTION 3. ELIGIBILITY**

Only regular members of IAA, as defined in Article III 1. A. (1), are eligible to serve as directors of IAA. If any director ceases being eligible for regular membership for any reason, his or her term as director shall end immediately. At the next meeting of the Board of Directors, that directorship shall be declared vacant, and a new director shall be appointed in accordance with Section 6 of this article.

### **SECTION 4. TERMS OF OFFICE**

At each annual meeting of IAA, six (6) directors shall be elected. Each director will serve a two (2)-year term and shall be eligible to serve three (3) additional consecutive two (2)-year terms. After a former director has been out of office for at least one (1) year during which he or she has maintained regular membership, that director may again be elected to a directorship and be eligible to serve for four (4) consecutive terms.

An Officer, however, may be elected to another office without violation of the foregoing non-succession provision. Any Officer completing a vacant term shall be eligible to stand for re-election to that office without violation of the foregoing non-succession provision.

If a public search for new directors and officers doesn't produce director or officer candidates the above term limits do not apply.

All Board of Directors at the beginning of each term or appointment must sign a form stating they have read, understood and will comply with the By-laws. Form will be filed with the Secretary and become part of official meeting minutes.

## **SECTION 5. REMOVAL**

- A.** A director may be removed from the Board of Directors for cause, because of either malfeasance or continued neglect of office or because he or she no longer meets the requirements for election to the Board of Directors.
- B.** Removal for non-eligibility shall be mandatory and immediate. The director being removed shall be notified in writing within seven days, and the vacant position shall be filled at the first meeting of the Board of Directors following the removal.
- C.** Removal for malfeasance or neglect of duties shall require a three-fourths (3/4) majority vote of directors present at any regular or special meeting of the Board of Directors. Both the director subject to removal and all other members of the Board of Directors shall be notified in writing no less than ten (10) days nor more than thirty (30) days in advance of the meeting at which such action is to be considered.

## **SECTION 6. FILLING OF VACANCIES**

Should a vacancy occur during the year, between annual meetings of IAA, the Board of Directors shall fill that vacancy by a majority vote. The person appointed to fill such vacancy shall serve until the next annual meeting, at which time the balance of that term, if any, shall be filled by election by the general membership of IAA.

## **SECTION 7. COMPENSATION**

Members of the Board of Directors shall receive no compensation for service as either an officer or a director. However, the Board of Directors may authorize reimbursement of actual expenditures to persons who have expended funds for IAA purposes.

## **SECTION 8. QUORUM**

Seven (7) members of the Board of Directors shall constitute a quorum for meetings in person or by conference call of the Board.

## **ARTICLE V. OFFICERS**

### **SECTION 1. DESIGNATION OF OFFICERS**

The officers of IAA shall be the president, vice president, secretary, treasurer, and immediate past president.

### **SECTION 2. ELECTION OF OFFICERS**

Officers shall be elected for a one (1)-year term by a majority of the votes cast at the first meeting of the Board of Directors following the IAA annual meeting and shall take office immediately upon election.

### **SECTION 3. ELIGIBILITY**

- A.** Only duly elected directors of IAA may qualify for election as an officer of IAA. A director may be eligible to become an officer of IAA after serving one year on the Board of Directors.
- B.** While holding an officer position, director term limits shall apply.

### **SECTION 4. REMOVAL**

- A.** An officer may be removed from office for cause, because of either malfeasance or continued neglect of office or because he or she no longer meets the requirements for election to that office. Four unexcused absents constitutes neglect of office.
- B.** Removal for non-eligibility shall be mandatory and immediate. The officer being removed shall be notified in writing by the President within seven days, and the vacant position shall be filled at the first meeting of the Board of Directors following the removal.
- C.** Removal for malfeasance or neglect of duties shall be by a vote of not less than three-fourths (3/4) of the directors present at any special or general meeting of the Board of Directors. Both the officer subject to removal and all other members of the Board of Directors shall be notified in writing no less than ten (10) days nor more than thirty (30) days in advance of the meeting at which such action is to be considered.

### **SECTION 5. FILLING OF VACANCIES**

Should a vacancy occur during the term of an officer, the Board of Directors shall fill that vacancy by a majority vote. The person appointed to fill such vacancy shall serve until the first meeting of the Board of Directors following the next annual meeting of IAA.

## SECTION 6. DUTIES

- A.** The president shall be the chief officer of the organization and shall perform all duties incident to this office. According to TOI by-laws, the division president has an automatic seat on the TOI board. He or she shall:
- (1) Preside at all meetings of IAA and the Board of Directors, meeting agenda and all applicable documents sent to Secretary fifteen (15) days prior to meeting date. (See Section C 5).
  - (2) Appoint all chairs and members of standing committees and serve ex officio as a member of all committees.
  - (3) At his or her discretion, have the power to appoint a parliamentarian to advise the Board on the orderly conduct of its affairs. The parliamentarian should not be a sitting member of the Board of Directors and should serve only to advise the president.
  - (4) On behalf of IAA and with prior approval of the Board of Directors or the full membership, as appropriate, sign and acknowledge all instruments, contracts, and papers necessary or convenient in the transaction of the business and affairs of IAA.
  - (5) When deemed necessary and in compliance with procedures stated in Article VI of these Bylaws, call special meetings of the Board of Directors.
  - (6) As deemed proper, recommend to the membership and/or Board of Directors such matters and make such suggestions as may tend to promote the purpose of IAA.
  - (7) Report on the activities and affairs of IAA to the membership of IAA at the regularly called annual meeting.
  - (8) Will report on activities and affairs of IAA to TOI Board and members at the Annual Conference Meeting and present monies donated if applicable.
  - (9) Appoint four (4) regular members (two [2] each year) to two (2)-year terms on the board of directors of the Illinois Property Assessment Institute in writing by June.
- B.** The vice president shall act in the absence of president or in the event of the presidents' inability or refusal to act. In the event of the death or resignation of the president, the vice president shall assume the president's duties and powers. The vice president shall have such powers and perform such duties as from time to time are authorized or directed by the Board of Directors.
- C.** The secretary shall be the keeper of the records of IAA and as such shall:



- (1) Have charge of all correspondence and make and preserve correct minutes and proceedings of all meetings.
- (2) Prepare draft copies of such minutes and deliver one to each director no later than month after meeting. A copy of approved minutes shall be sent to the office of the Township Officials of Illinois.
- (3) Maintain a separate written record of policies and standing rules set by the Board of Directors. Policies and standing rules may be amended, suspended, or rescinded by a simple majority vote if notice was given of such intent at the previous meeting. If no prior notice has been given, such action will require a two-thirds (2/3) majority vote of directors present at the meeting at which the matter is brought to a vote.
- (4) Deliver a copy of these Bylaws and other materials as designated by the Board of Directors to each new director prior to or at the meeting at which a new director is first seated.
- (5) Be responsible for sending all meeting notices, agenda, minutes, financial report and written communications required by these Bylaws or by action of the Board of Directors ten (10) days prior to meeting date.
- (6) Maintain a continuous record of each director's attendance and the dates of each director's election or reelection, to determine eligibility to sit on the Board of Directors or to serve in an office.
- (7) Serve as ex officio on the nominating committee and maintains a copy of all records
- (8) Perform such other duties as called for by these Bylaws or as may from time to time be authorized or directed by the Board of Directors.

E. The treasurer shall be the custodian of all IAA funds and as such shall:

- (1) Keep all monies of IAA deposited in its name in a depository approved by the Board of Directors.
- (2) Issue checks for payment of all bills. Board approval is not required for payment of normal operating expenses. All other disbursements in excess of \$500.00 require approval by the Board of Directors.
- (3) Submit a sufficient bond to cover funds received and on deposit. The treasurer's bond shall be placed on file with the secretary. The cost of procuring such bond shall be paid out of the IAA treasury. TOIRMA provides these services at no cost to the IAA.
- (4) Make an accounting of receipts and disbursements at the annual meeting and

at all meetings of the Board of Directors.

- (a) For annual membership meeting Fiscal year end October 31<sup>st</sup>. To be given to the Conference Chair by requested date.
  - (b) For Board of Director meetings prior month end. These documents will be given to the Secretary for disbursement for meetings fifteen (15), days prior to meeting date.
- (5) Bill all IAA members for dues payable and collect all dues payments and other monies owed to IAA.
  - (6) Make financial records available to the Audit Committee (appointed by the president) annually and prior to the expiration of the term of office or upon a vacancy.
  - (7) Perform such other duties as may from time to time be authorized or directed by the Board of Directors.

## **SECTION 7. DUTIES OF RETIRING OFFICERS**

Retiring presidents, treasurers, and secretaries shall, immediately upon leaving office, turn over to their successors all files and records of IAA in their possession.

## **ARTICLE VI. MEETINGS**

### **SECTION 1. GENERAL MEMBERSHIP**

- A.** Annual meetings of IAA shall be held during the time of and at the location of the annual conference of Township Officials of Illinois. The agenda of the conference shall constitute sufficient notice of the annual meeting. The purpose of the annual meeting is to inform, educate, and take direction from the members of the Illinois Assessors Association. At the annual meeting, the president, secretary, treasurer and committee chairs appointed by the president will present reports in accordance with their duties as specified in Article V. and VII.
- B.** Special meetings of IAA's general membership may be called in accordance with these Bylaws by the Board of Directors or at the written request of ten (10) percent of regular members of IAA. The secretary of IAA shall notify all members of IAA of such special meeting and its purpose not less than ten (10) days or more than thirty (30) days in advance of the meeting date.
- C.** For the purpose on conducting business at meetings of the general membership of IAA, a quorum shall consist of the regular members of IAA present at the meeting.

### **SECTION 2. BOARD OF DIRECTORS**

**A. Regular Meetings.** The president shall call the following regular meetings of the Board of Directors.

- (1) An initial meeting shall be held after the annual meeting and during the annual conference of Township Officials of Illinois, for the purpose of transferring records and documents as specified by these By-laws, electing officers for the year, and setting a date for an organizational meeting.
- (2) An organizational meeting will be convened for the purpose of setting the new year's agenda, appointing committees and committee Chairpersons, setting a legislative agenda for the annual meeting, and handling other business as necessary.
- (3) A spring meeting will be convened at the annual IPAI Workshop for the purpose of handling business as necessary.
- (4) A summer workshop shall be held in June or July for the following purposes:
  - (a) To review the progress of the current year's agenda.
  - (b) To act as a group to solve problems, with emphasis on the spontaneous contribution of ideas from all directors.
  - (c) To approve slates of candidates presented by the Nominating Committee. [see Article VII.1.A. (3)]: TOI Board of Directors and IAA Board of Directors.
  - (d) To review plans and procedures for the TOI Annual Conference.

Township Officials of Illinois shall be notified in advance of this meeting and encouraged to send a representative and/or legislative liaison.
- (5) A conference planning meeting shall be held prior to the TOI Educational Conference for the purpose of reviewing and handling necessary business.

Directors shall be notified of each regularly scheduled meeting at least ten (10) days in advance of the meeting. With the Board's approval, a printed schedule of the current year's meetings may take the place of individual written notices.

**B. Special Meetings.** Special meetings may be called by the secretary if the Board so instructs, at the request of the president, or upon request by three (3) or more directors. All directors must be notified at least three (3) days in advance of special meetings. Notification must include date, time, location, and purpose(s) of the meeting. In emergency situations, the requirement for advance written notice may be waived, provided each director is notified in person or by telephone of the date, time, location, and purpose(s) of the meeting. The secretary shall keep a log of the date, time, and method of notification of each director. This log, along with the written request (if any), shall be attached to the minutes of the meeting and shall become part of the permanent records of IAA.

**C. Quorum.** Seven (7) members shall constitute a quorum for all meetings of the Board of Directors.

### **SECTION 3. COMMITTEES**

Both standing committees and special committees shall schedule meetings at the discretion of the members unless otherwise directed by these Bylaws or by the Board of Directors. Committee chairpersons shall be responsible for notifying committee members of all meetings. A majority of the members of the committee shall constitute a quorum for the purposes of conducting the business of the committee.

### **SECTION 4. CONDUCT OF BUSINESS**

Unless otherwise stipulated in these Bylaws, all business may be conducted by a simple majority of those present and voting, once the presence of a quorum has been established. In the absence of a quorum, no formal business may be conducted except for the motion to adjourn the meeting.

### **SECTION 5. PARLIAMENTARY AUTHORITY**

All meetings of IAA, its Board of Directors, and any committees shall be governed by its Bylaws, by applicable laws and regulations of the State of Illinois, and by applicable provisions of the Bylaws of Township Officials of Illinois. Any matters not restricted or specified in these instruments shall be governed by Robert's Rules of Order (Newly Revised).

## **ARTICLE VII. COMMITTEES**

### **SECTION 1. STANDING COMMITTEES**

**A. Designation.** Standing committees shall include the Executive Committee, Legislative Committee, Nomination Committee, TOI Satellite Committee, and TOI Conference Committee. The duties and responsibilities of these committees shall be as described in the following section or as specified by the Board of Directors.

- (1) Executive Committee.** The Executive Committee shall consist of the officers of IAA. The president of IAA shall chair the committee. The committee shall meet when so directed by the Board of Directors, when called by the president, or when any three (3) members of the committee request a meeting. The executive Committee shall make recommendations to the Board of Directors on matters of general policy, shall act on behalf of the entire board in legislative and fiscal emergencies, and shall have such other powers and duties as the Board of Directors may prescribe.

**(2) Legislative Committee.** The Legislative Committee shall monitor legislation that comes before the Illinois legislature and shall formulate proposed legislation in keeping with the purpose of IAA as stated in Article II of these Bylaws. All legislation proposed by the committee shall be approved by the IAA Board of Directors before any action is taken.

**(3) Nominating Committee.** The Nominating Committee shall:

- (a) Prepare a slate of eligible candidates for election as directors of IAA based on the historical information maintained by the secretary. All candidates whose names appear on the list must fulfill the eligibility requirements as set forth in these Bylaws and the Bylaws of TOI and must have indicated in writing by resume and completed application form their willingness to serve on the IAA Board of Directors.
- (b) Prepare a slate of nominees for the TOI Board of Directors (two are elected each year). All candidates whose names appear on the list must fulfill the eligibility requirements as set forth in these Bylaws and the Bylaws of TOI and must have indicated in writing their willingness to serve on the TOI Board of Directors.
- (c) At the conference planning meeting, present both slates and all required written acknowledgments to the Board of Directors for approval.
- (d) Maintain list of candidates by Secretary.

**(4) TOI Satellite Committee.** The TOI Satellite Committee shall create and arrange for presentation of educational seminars at the annual TOI Educational Conference. The committee may, as an alternative, determine the topics and arrange for professionals to create and present the seminars. In every case, the committee shall:

- (a) Choose topics that appeal both to assessors and to other township officials.
- (b) Make all needed arrangements for the seminars to be presented in a comfortable learning environment.
- (c) Provide, in a timely manner, the necessary documentation to TOI to ensure programs' inclusion in the program guide.
- (d) Schedule and provide advance publication or advertising in any and all appropriate publications to encourage maximum conference attendance.

**(5) TOI Conference Committee.** The TOI Conference Committee shall establish the program and agenda for the annual divisional meeting of the Illinois Assessors Association held in conjunction with the annual TOI Educational Conference. The committee shall:

- (a) Develop an agenda and program of general interest to assessment officials.
- (b) Make all necessary arrangements for the program participants, including provision of equipment and hotel accommodations.
- (c) Provide, in a timely manner, the necessary documentation to TOI to ensure programs inclusion in the program guide.
- (d) Schedule and provide advance publication or advertising in any and all appropriate publications to encourage maximum conference attendance.

**C. Composition.** Standing committees and chairpersons thereof shall be appointed by the president of IAA and confirmed by the Board of Directors. Any regular or associate member of IAA may be appointed to membership on any committee.

However, the chairpersons of all committees shall be members of the Board of Directors. Committees shall be limited to five members whenever possible, and a majority of the membership of a committee shall constitute a quorum at any meeting of that committee. The president of IAA serves ex officio on all standing committees.

## **SECTION 2. SPECIAL COMMITTEES**

The president or the Board of Directors may from time to time deem it necessary or advisable to establish special committees with membership, duties, and powers as prescribed by the Board. The president shall appoint the members and chairpersons of such committees and the Board shall ratify the appointments at a regular meeting. Special committees without a set date for dissolution may be disbanded by the Board of Directors at its discretion.

## **ARTICLE VIII. DUES**

Dues for membership shall be recommended by the Board of Directors and approved by the membership at the annual meeting. Dues notices shall be mailed out or via email by the IAA treasurer or in cooperation with TOI staff. All dues shall be paid directly to the treasurer of IAA and made payable to Illinois Assessors Association.

## **ARTICLE IX. RECORDS**

All archives of IAA shall be held at the office of Township Officials of Illinois. Officers or other directors of IAA shall submit such permanent records to the secretary of IAA who shall then deliver the records to TOI in a timely manner.

## ARTICLE X. RESTRICTIONS

Neither IAA nor any of its members shall in the name of IAA endorse any candidate for political office. However, in accordance with its purposes, IAA may support or oppose legislation affecting township government.

## ARTICLE XI. AMENDMENTS TO BY-LAWS

These By-laws may be amended, revised, or repealed by a two-thirds (2/3) vote of regular members present at the annual meeting or at any special meeting of regular members called and held for the express purpose of considering such amendments. Amendments may be presented to the general membership by the Board of Directors or may be submitted from the floor at the meeting.

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The undersigned president and secretary of the Illinois Assessors Association, a division of the Township Officials of Illinois, do hereby certify that the foregoing By-laws, in revised form, were duly adopted by the regular members of this division at its annual meeting in Springfield, Illinois, on **November 14, 2017**, by the affirmative vote of 33 regular members present at such meeting, and these revised by-laws are hereby provided to the Board of Directors of the Township Officials of Illinois for their records.

SIGNED:



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Deanna Wilkins, President

ATTEST:



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Sandy Shaw, Secretary