

BYLAWS

OF

THE ILLINOIS TELECOMMUNICATOR
EMERGENCY RESPONSE TASKFORCE

Approved and Adopted
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BYLAWS

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ARTICLE I GENERAL

Section 1 Name

1.1 The name of the organization is: Illinois Telecommunicator Emergency Response Taskforce (IL-TERT).

Section 2 Location

2.1 The location of the principal office shall be determined by the Board of Directors ("Board").

2.1.1 In addition, IL-TERT may maintain other offices and facilities either within or without the State of Illinois as determined by the Board from time to time.

2.1.2 The Board may from time to time change the address of the principal office of IL-TERT by duly adopted resolution.

Section 3 Purpose and Powers

3.1 IL-TERT is organized to provide a system of Mutual Aid among participating Public Safety Answering Points (PSAPs).

3.2 IL-TERT will also support the response to major incidents with tactical dispatch personnel.

3.3 IL-TERT may offer assistance to entities outside the State of Illinois.

Section 4 Authority

4.1 Intergovernmental Mutual Aid Agreements established the Illinois Telecommunicator Emergency Response Taskforce in 2006.

4.2 Taskforce membership is in full force and in effect with the passage and approval of a companion ordinance, resolution, or other legally binding document by a participating Agency, in the manner provided by law, and executed by a representative of a participating Agency who has the legal authority to sign and enter into this Agreement on behalf of the Agency.

ARTICLE II MEMBERSHIP

Section 1 General Membership

1.1 Membership shall be limited to Active and Associate members.

1.1.1 Active members shall be Agencies that have fully executed intergovernmental agreements signed with IL-TERT.

1.1.2 Associate members shall be Agencies that have not executed an intergovernmental agreement with IL-TERT, or agencies, a County, or local government within the State of Illinois, that works in support of a PSAP.

Section 2 Membership Process and Ratification

- 2.1 The Board of Directors of IL-TERT shall be the sole authority in determining membership status.
- 2.2 The Board of Directors by a majority vote shall approve or disapprove the classification of membership as either Active or Associate.
- 2.3 A vote on a membership application may be considered at a regularly scheduled meeting of the Board of Directors.
- 2.4 Alternatively, upon receiving verification from the IL-TERT State Coordinator that all appropriate membership application documentation has been received, the President may call for an immediate electronic vote. A majority of the Board is required to approve a membership application. However, a single negative vote will cause the matter to be deferred to the next regular meeting of the Board. Non-voting Board members shall be considered abstentions and not negative votes. Electronic votes must be returned within seven business days.
- 2.5 Any membership vote taken electronically shall be placed on the next meeting agenda to note the results of the vote, and to be recorded in the meeting minutes.

Section 3 Voting Privileges

- 3.1 Only Active member Agencies shall have full voting authority.
 - 3.1.1 Each Agency shall have one vote.
 - 3.1.2 The Agency Director, or their designee, shall have the authority to cast the vote on behalf of the Agency.
- 3.2 Associate members may vote on issues at the committee level.

Section 4 Termination of Membership

- 4.1 Members who fail to meet their obligations in accordance with the terms of the Intergovernmental Mutual Aid Agreement, or these Bylaws, or are found responsible for any behavior detrimental to public safety communications, or whose continued membership would prove detrimental to IL-TERT, may be suspended or expelled from membership by a two-thirds vote of the Board.
- 4.2 Prior to the initiation of any disciplinary action against a member, the member will be notified of a hearing and shall have a right to, via conference call, address the Board.

ARTICLE III DIRECTORS

Section 1 Designation

- 1.1 The Board of Directors of IL-TERT shall consist of the following:
 - 1.1.1 A President, Vice President, Secretary/Treasurer, and eight (8) Regional Representatives.

1.1.1.1 A Regional Representative shall be elected to represent each of the eight (8) regions as currently defined by the Illinois Emergency Management Agency (IEMA).

1.2 All Directors of IL-TERT shall serve without compensation.

Section 2 Duties and Authority

2.1 The duties of the President shall be:

2.1.1 Preside at all meetings of the Board of Directors.

2.1.2 Appoint committees in accordance with Article VII of these Bylaws.

2.1.3 Carry out the purposes of IL-TERT as set forth in these Bylaws.

2.1.4 Make appointments to fill Board vacancies.

2.1.5 Make non-voting ex officio member appointments to the Board.

2.1.6 May sign, with the Secretary/Treasurer or any other elected officers, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution has been expressly delegated by the Board of Directors to some other officer or agent of IL-TERT, or required by law to be otherwise signed or executed.

2.1.7 The President, in general, shall perform all duties incidental to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

2.2 The duties of the Vice President shall be:

2.2.1 In the absence of the President, shall perform all duties of the President. At such times, the Vice President shall have all the powers of and be subject to all the restrictions placed upon the President.

2.2.2 Perform other duties and exercise other authority as may be delegated or assigned by the President from time to time.

2.3 The duties of the Secretary/Treasurer shall be:

2.3.1 Have the responsibility for the maintenance of the financial affairs of IL-TERT.

2.3.2 Prepare a financial status report for each Board meeting.

2.3.3 Be authorized to endorse, or cause to be endorsed in his/her name, on behalf of IL-TERT, all checks, notes, or other obligations and evidence the payment of monies paid by IL-TERT coming into the possession of the Secretary/Treasurer, or other officers or employees.

2.3.3.1 The Secretary/Treasurer and one of the other officers shall have signatory authority on all IL-TERT accounts.

2.3.4 Ensure all funds received by or on behalf of IL-TERT are promptly deposited in such banks or trust companies as may be selected as depositories of IL-TERT by

the Board, and shall also ensure that all securities are placed in safe-keeping in the manner directed by the Board. Secretary/Treasurer will hold funds as a cash balance if the fund balance is less than \$500.

- 2.3.5 Maintain the system of accounts and reports and provide for general oversight.
- 2.3.6 Perform all duties, which are incidental to the office of Secretary/Treasurer, subject, at all times, to the direction and control of the Board.
- 2.3.7 Perform other duties and exercise other authority as may be delegated or assigned by the President from time to time.
- 2.3.8. Serve as the Secretary for all meetings of IL-TERT
- 2.3.9 Provide for the notice, recording, maintenance, and the recording of minutes of all meetings of IL-TERT.
- 2.3.10 Perform other duties and exercise other authority as may be delegated or assigned by the President from time to time.
- 2.4 The duties of the Regional Representatives shall be:
 - 2.4.1 Perform duties and exercise authority as delegated or assigned by the President or the Board.
- 2.5 The officers shall have the authority to take all appropriate actions and to perform all duties required to accomplish the purposes of IL-TERT.
- 2.6 The officers shall cause to be promulgated an operational plan for giving and receiving aid under the provisions of the Intergovernmental Mutual Aid Agreement.

Section 3 Candidates for Office

- 3.1 Active members, at the Agency Management level, may hold the office of President, Vice President, Secretary/Treasurer, or Regional Representative in IL-TERT.
 - 3.1.1 Presidential candidates must have written permission from their employer to be eligible to run for office and serve, if elected.
- 3.2 Active members can only run for one position / office at one time.

ARTICLE IV STATE COORDINATOR

Section 1 Appointment

- 1.1 There shall be the appointed position of IL-TERT State Coordinator. The State Coordinator is the single point of contact responsible for managing the IL-TERT program and coordinating TERT deployments. The Coordinator may be an individual that has had a previous close association with IL-TERT and who has an understanding and appreciation of TERT goals and operational procedures.
- 1.2 A majority vote of the Board of Directors is required for the appointment of the State Coordinator.

- 1.3 The State Coordinator may be an IL-TERT officer or a Regional Director of IL-TERT except that the President shall not be eligible to serve as State Coordinator.
- 1.4 Unless the State Coordinator is also an IL-TERT officer or a Regional Director he or she shall be a non-voting ex-officio member of the Board, and shall be considered to be in a position of staff support.
- 1.5 It is recommended, but not required, that the State Coordinator have completed the ICS 300 & ICS 400 courses, so as to better manage TERT team deployments.

Section 2 Duties

- 2.1 The State Coordinator shall provide administrative support as needed. Duties shall include but not be limited to:
 - 2.1.1 Provide liaison to potential member agencies.
 - 2.1.2 Provide appropriate membership documents to potential member agencies and provide support in moving the membership process forward.
 - 2.1.3 Maintain files of all membership documents; training, and personnel records.
 - 2.1.4 Assign TERT Team Leaders.
 - 2.1.5 Ensure MOUs are completed.
 - 2.1.6 Ensure resource order numbers have been assigned by IEMA.
 - 2.1.7 Locate and assign available resources.
 - 2.1.8 Assume responsibility to assemble a deployable team.
 - 2.1.9 Coordinate transportation during a deployment.
 - 2.1.10 In the course of a deployment receives and disseminates to appropriate agencies daily updates.
 - 2.1.11 Coordinate communications between deployed TERT members and home agencies.
 - 2.1.12 Ensure the completion of all Deployment Review forms.
 - 2.1.13 Apply for reimbursement as appropriate.

ARTICLE V BOARD OF DIRECTORS

Section 1 General Powers

- 1.1 The affairs and activities of IL-TERT shall be managed by and under the direction of its Board of Directors.

Section 2 Meetings

- 2.1 Regular meetings.

- 2.1.1 The Board shall meet and conduct the business of IL-TERT at such times and places as the President or a majority of the Board shall indicate.
- 2.1.2 The President shall preside at the meeting and conduct business for IL-TERT.
- 2.1.3 Minutes of these meetings shall be made available to all members.
- 2.2 Special meetings
 - 2.2.1 At the President's discretion, or a majority of the Board, a special meeting of the Board may be called by giving at least five days advance written and/or electronic notice to each member of the Board, specifying the time, place, and purpose of the meeting.
- 2.3 Quorum
 - 2.3.1 Six (6) members of the Board shall constitute a quorum.
- 2.4 Waiver of notice
 - 2.4.1 Any member may waive notice of any meeting, and attendance of such member at any meeting shall constitute a waiver of notice of such meeting.

Section 3 Action Without Meeting

- 3.1 If a matter shall arise concerning IL-TERT requiring action by the Board, and it is impracticable to wait for the convening of a regular meeting or special meeting, the matter may be submitted in writing, or electronically, to each member entitled to vote thereon, for consideration.
 - 3.1.1 The notice of the proposal shall specify a deadline, not less than seven days from the date of the notice, for voting on the matter submitted.
 - 3.1.2 If approved in writing, or electronically, by a majority of the members of the Board, or the required number of votes that may be specified elsewhere in these Bylaws, the action so approved shall be considered valid the same as though approved at a formal meeting of the Board.
 - 3.1.3 Any action vote taken electronically shall be placed on the next meeting agenda to note the results of the vote, and to be recorded in the meeting minutes.

ARTICLE VI ELECTIONS

Section 1 Procedures

- 1.1 Elections shall be held in September, annually.
- 1.2 All elective positions in IL-TERT shall be elected from nominations by a Nominations Committee appointed by the President in accordance with the Bylaws.
- 1.3 It shall be the duty of the Nominations Committee to provide a slate of qualified candidates to fill the offices of IL-TERT.
 - 1.3.1 There shall be at least one candidate for each open elective position.

- 1.3.2 When the nomination process produces two or more candidates for an elective position, then that position shall be elected by e-mail ballot.
- 1.3.3 When the nomination process produces only one candidate for an elective position, then the Nominations Committee Chair shall close the nomination process to elect that individual to the nominated position.
 - 1.3.3.1 Candidates elected by an electronic vote shall take office in accordance to Section 2 of this Article.
- 1.4 Elective positions for which there are two or more duly nominated candidates shall be determined by e-mail ballot according to the following:
 - 1.4.1 To conduct an e-mail vote, a ballot shall be sent to the voting membership and shall consist of the approved slate of candidates, and contain instructions on how to cast an electronic vote which requires replying to the email ballot with a yes or no. In the case of an election for a regional representative, the ballot will also include the proper region of the member. The subject line (or equivalent) should contain the term "ballot".
 - 1.4.2 E-mail ballots shall be returned to the State Coordinator by the date specified on the balloting materials.
 - 1.4.3 The full Nominating Committee will separate e-mail ballots by region and count returned ballots.
 - 1.4.4 Challenges as to the validity of any ballot shall be settled by the Nominating Committee.
 - 1.4.5 The election to office shall be determined by receiving a simple majority (50% plus 1) of the valid ballots cast.
 - 1.4.6 If more than two candidates compete for the same office and a simple majority by one candidate is not achieved, the candidate receiving the most votes shall be declared the winner.
 - 1.4.7 The Nominating Committee Chairperson shall certify the ballot count and forward the results to the President.

Section 2 Term

- 2.2 The President, Vice-President, Secretary/Treasurer and the Regional Representatives shall serve for a term of two (2) years.
 - 2.2.1 The President, Secretary/Treasurer and the Regional Representatives from Regions Three, Seven, Nine, and Eleven shall be elected to two year terms every odd year.
 - 2.2.2 The Vice-President and the Regional Representatives from Regions Two, Four, Six, and Eight shall be elected to two year terms every even year.
- 2.3 Normally, officers shall be installed following the results of the election being certified by the Board.

- 2.4 Officers may be installed at such other time as may become necessary due to the filling of a vacancy or other cause.
- 2.5 All Officers must remain an employee of an Active Member Agency. If the Officer is no longer employed by an Active Member Agency, then the position will be determined to be vacant and subject to Section 3 of this Article.

Section 3 Vacancies in Office

- 3.1 Vacancies in the office of President shall be filled by the advancement in rank, provided that such fulfillment shall be in an acting capacity until the next meeting where the Acting Officer shall be eligible for regular investiture to office.
 - 3.1.1 Such acting capacities shall have no otherwise effect upon their normal terms of office or eligibility thereto.
- 3.2 Vacancies in offices other than that of President shall be filled by appointment by the President with confirmation by a majority of the remaining Board members.
 - 3.2.1 Those individuals appointed to fill a vacancy will serve until the normal expiration for the term of that position.

Section 4 Removal from Office

- 4.1 The impeachment procedure may be initiated by any member of IL-TERT at any time.
- 4.2 The President, Vice-President, Secretary/Treasurer or Regional Representatives may be removed from office only for reason of: malfeasance of duty, nonfeasance of duty, or for committing an act that brings significant discredit to IL-TERT.
- 4.3 The President may suspend an officer from the performance of his/her duties during the period between that officer being impeached and the members adjudicating the matter. In the event the President is impeached, then the senior member of the Board of Directors, who was not impeached, may suspend the President from the performance of his/her duties during the period between the President being impeached and the members adjudicating the matter.
- 4.4 The proposal to begin the impeachment procedure shall be submitted by the maker in written or electronic form to the President and its format shall in order be:
 - 4.4.1 Indication of the name of the maker of the proposal;
 - 4.4.2 Indication of the intent of the proposal;
 - 4.4.3 Indication of the Article(s), Section(s) and Paragraph(s) of the Bylaws proposed to be considered as grounds for impeachment.
- 4.5 The President shall convene a special meeting of the Board of Directors to review and consider the proposal to begin impeachment proceedings.
- 4.6 By a two-thirds (2/3) vote of the Board, a member or officer may be impeached for just cause, but before such proceedings become final, the officer 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 Board.

Said person shall be notified in writing and copies delivered by certified mail, return receipt requested.

- 4.7 If upon completion of the review by the Board, it is deemed necessary to proceed, the President shall direct the Secretary/Treasurer to prepare a special ballot noting the intent of the proposal.
- 4.8 The Secretary/Treasurer shall then disburse the ballot electronically to all current Agencies that are eligible to vote.
- 4.9 The Board shall report the results of the election at the annual membership meeting and following the meeting electronically to all members.
- 4.10 The results of the special impeachment ballot shall be announced to the membership, at which time, if necessary, replacement or succession as defined in Section 3 of this Article shall take place.

Section 5 Suspension from Office

- 5.1 The suspension procedure may be initiated by any member of the Board of Directors.
- 5.2 The President, Vice President, Secretary/Treasurer or Regional Representatives may be suspended from office if they are not able to maintain full-time status with their employer for reasons of suspension, termination, extended medical leave, or for committing an act that brings significant discredit to IL-TERT.
- 5.3 The State Coordinator may be suspended from office if for reasons of an extended medical leave or for committing an act that brings significant discredit to IL-TERT.
- 5.4 The President shall call for a special meeting of the Board of Directors to review and consider the proposal for suspension.
- 5.5 If upon completion of the review by the Board, it is deemed necessary to proceed, a two-thirds (2/3) vote of the Board is necessary to confirm the suspension.
- 5.6 If the Board member or the State Coordinator is suspended the Secretary/Treasurer shall inform the individual in writing of the Board's action.
- 5.7 The President may fill the position by appointment with the concurrence of a majority of the Board for the duration of the suspension.

ARTICLE VII COMMITTEES

Section 1 Committees and Advisory Bodies

- 1.1 The Board may from time to time establish or appoint one or more committees or one or more advisory bodies.
 - 1.1.1 A majority of the membership of any committee or advisory body shall be Active members.
 - 1.1.2 Non-Board members may be appointed to committees and advisory bodies and shall serve at the pleasure of the Board.

ARTICLE VIII ASSET MANAGEMENT

Section 1 Retention

- 1.1 All rights, title, and interest, both legal and equitable, in and to property of IL-TERT, shall remain in IL-TERT.

Section 2 Release

- 2.1 IL-TERT property in the hands of others for the purposes of IL-TERT shall be returned to IL-TERT immediately upon demand.

Section 3 Dissolution

- 3.1 Should IL-TERT be dissolved, all of its interests and assets shall be distributed to an organization or organizations of similar purposes as selected by a two-thirds (2/3) vote of an Annual Meeting Quorum, or similarly by the Board of Directors if done between

ARTICLE IX RULES OF ORDER

Section 1 Parliamentary Authority

- 1.1 The Rules contained in "Robert's Rules of Order, Revised" shall govern IL-TERT in all cases to which they are applicable, and in which they are not inconsistent with the Bylaws or the special rules of order of IL-TERT.

ARTICLE X AMENDMENT

Section 1 Requirements

- 1.1 The Bylaws of IL-TERT may be amended only by a two-thirds (2/3) majority vote of the Board except as provided for under Section 1.3 of this Article.
- 1.2 A proposal to amend the Bylaws of IL-TERT shall be honored from any Active member.
- 1.2.1 Errors in the format of such proposal shall not be sufficient cause for rejection.
- 1.3 The Board may make non-substantive changes to the Bylaws in order to correct errors in grammar, punctuation, spelling, cross-references when the correct cross-reference is obvious and the use of incorrect words when the correct word is obvious, and may adjust the numbering of individual sections to maintain proper numerical sequence and to maintain a consistent style and format of section numbering but not to change the relative order of individual sections.
- 1.3.1 Non-substantive changes to the Bylaws shall require only a majority vote for approval.

Section 2 Procedures

- 2.1 An amendment proposal shall be submitted, by the maker, in written form to the President.
- 2.2 Its format order shall be:
- 2.2.1 The name of the maker of the proposal;

- 2.2.2 Indication of the intent of the proposal;
 - 2.2.3 Indication of the meeting where consideration is desired;
 - 2.2.4 Indication of the Article(s), Section(s) and Paragraph(s) of the Bylaws proposed to be amended;
 - 2.2.5 Proposed amended language.
- 2.3 Drafting of Resolutions to Amend
- 2.3.1 A resolution to amend the Bylaws of IL-TERT shall be based upon the required amendment proposal and the guidance of the President.
 - 2.3.2 If desired the Secretary/Treasurer shall assist in drafting the amendment.
 - 2.3.3 A copy of the draft resolution shall be provided to the maker prior to consideration for his/her concurrence.
- 2.4 Quorum Revision of Resolutions
- 2.4.1 A Board meeting quorum may amend and revise the language of a proposed resolution to amend, by majority vote on each such proposed revision.
- 2.5 Effective Dates of Amendments
- 2.5.1 All amendments passed and adopted by Board in accordance with the Bylaws shall be in full force and effect upon the adjournment of the meeting wherein considered and adopted, provided an exception to this is not otherwise contained in the language of the amending resolution itself.