



Township Clerks of Illinois

Division of THE TOWNSHIP OFFICIALS OF ILLINOIS

We, the Township Clerks of Illinois (TCI), hereby declare that we are organized under the jurisdiction of the Township Officials of Illinois and will function not as a separate organization, but as a Division of Township Officials of Illinois (TOI), the Parent Organization.

BY-LAWS

Article I NAME

1A The name of this organization shall be Township Clerks of Illinois (TCI), an incorporated not-for-profit association (for the purposes of incorporation may be referred to as The Township Clerks of Illinois Association), being a division of the Township Officials of Illinois (TOI), also known as the Clerks Division of the Township Officials of Illinois.

Article II ORGANIZATION GOALS

2A The goals set forth by the Township Clerks of Illinois (TCI), an incorporated not-for-profit association, is to provide educational opportunities with training for Township Clerks by conducting educational conferences in geographical locations and to promote legislation beneficial to the operation of township government.

Article III MEMBERSHIP

3A Membership in this organization shall be limited only to a duly elected or appointed township clerk, who is a dues paying member in good standing with the Township Clerks of Illinois and its Parent Organization. Membership shall allow the right to vote at all scheduled business meetings.

3B Only a voting member in good standing shall be eligible for nomination to hold office in this organization. Any person elected to an office that ceases to be a voting member in good standing shall no longer be eligible to hold office and surrender their resignation effective immediately.

Article IV OFFICERS AND BOARD OF DIRECTORS

4A The Officers of this organization shall consist of the President, 1st Vice President, 2nd Vice President, 3rd Vice President, Secretary, Treasurer and Immediate Past President, who shall be its Executive Board. The Board of Directors shall consist of the Executive Board and up to ten (10) elected or appointed District Directors, with one of each of the Districts and three (3) appointed At Large.

4B Officers shall be elected at the same time and place where the Parent Organization holds its Annual Educational Conference and they shall be elected by a majority vote of the members who are present.

4C Any member seeking election or appointment to the Board of Directors of TOI, the Parent Organization, shall have first served as a Board member of this organization and shall be appointed by the President with the advice and consent of the Board of Directors.

4D The Offices of Treasurer and Secretary may be elected from the full membership based on qualifications.

Article V POWERS AND DUTIES OF OFFICERS

5A The President shall be the Chief Executive Officer of this organization, preside at all meetings and serve as Ex-Officio member of all committees. The President shall be charged with determining the Committee needs and shall appoint Chairpersons for each Committee. If they are unable to serve, the President shall appoint an alternate. Should a vacancy or an unexpired term of District Director, At Large Director or an Officer occur the President shall fill the vacancy within 60 days with the advice and consent of the Board of Directors. Any Board Member not re-elected as a Township Clerk, effective May 15th of an election year, the office shall be considered vacant and the President shall fill the vacancy within 60 days with the advice and consent of the Board of Directors. And, this position shall be filled until the Annual Education Conference. In the event of unexcused absences of any board member, which causes his/her removal, the President shall appoint a replacement with the advice and consent of the Board of Directors. At Large Directors shall be appointed by the President.

5A.1 In the event that the office of President is vacated, the office would first be offered to the current First Vice President to fulfill the remaining term. The First Vice President vacancy that is created, would be filled by the newly appointed President within 60 days with the advice and consent of the Board of Directors.

In the event that the First Vice President does not wish to accept the position of President, the duties of finding a replacement President would be then charged to the Nominating Committee. The appointment to fulfill the remaining Presidential term should be done within 60 days and with the advice and consent of the Board of Directors.

5B The First Vice-President shall be charged with the organizing of the annual Membership drive and preside at all meetings in the absence of the President.

5C The Second Vice-President shall coordinate the administrative needs of this organization and serve as its Parliamentarian. The Second Vice-President will also be responsible to coordinate all aspects of Public Relations to include: i.e., Monthly Article in the Perspective Magazine, Website, Facebook and other social media input but not limited to.

5D The Secretary shall be the recorder, preserver and keeper of all records and hold bonds for the President and Treasurer. Copies of the minutes taken at District and Board meetings shall be provided to each Board member within thirty (30) days of the proceeding.

- 5E The President and the Treasurer shall be the custodians of all funds and shall be bonded for an amount sufficient to meet the maximum deposits made to the treasury of the organization for that fiscal year. Funds received shall be deposited within five (5) business days after receipt of same. The Treasurer shall disburse these funds at the direction of the President and/or the Executive Board and give a regular accounting of funds, not less than quarterly or four (4) times per year.
- 5F The seven (7) District Directors are charged with assisting the First and Second Vice-President as requested, should attend the District Education Sessions, mentor new clerks in their District, and serve on Committees as deemed necessary by the President or the Executive Board.
- 5G The three (3) At Large Directors will complement and/or assist the District Directors, should attend the District Education Sessions, and serve on Committees as deemed necessary by the President or the Executive Board.
- 5H The Executive Board shall manage the day-to-day business of this organization. The Board of Directors shall vote on all appointments to fill a vacancy as it occurs. Every attempt shall be made to fill a vacancy within sixty (60) days of its occurrence.
- 5J The Immediate Past President shall serve as the Chairperson of the Nominating Committee and charged with verifying the anticipated vacancies for the next year prior to August of each year, arrange for a posting of the vacancies in the September edition of the Perspective magazine, provide instruction on how all members can apply to serve on the Board of Directors, and actively seek individuals who express an interest in serving

Article VI TERMS OF OFFICE

- 6A An Officer's term of office shall be two (2) years, nominated and elected by the members present at the business meeting during the Annual Educational Conference. To qualify for nomination or appointment to said position, candidates shall be a dues paying member in good standing and have served as a District Director or At Large Director (see exception 4D, Secretary and Treasurer).
- 6B A District Director's term of office shall be two (2) years beginning after the Annual Educational Conference at which they are elected. Each District shall be represented by duly elected or appointed District Directors, not to exceed one (1) per District. To qualify for nomination or appointment to said position, candidates must be a resident of their respective District, and if elected, be approved by a majority of votes cast during the election held at the Annual Education Conference.
- 6C The three (3) At Large Directors' term of office shall be two (2) years beginning after the Annual Education Conference at which they are announced. To qualify for appointment to said position, candidates must be a resident of their respective At Large District.

Article VII COMMITTEES

- 7A Standing Committees of this organization shall be Nominating, Education, Legislative and By-Laws. Chairpersons and members shall be appointed by the President. Additional committees shall be determined by the President, as needed each year during the first board meeting in January.
- 7B The Nominating Committee shall suggest a slate of officers, District Directors and At Large Directors for the upcoming election, but nominations must also be taken from the floor.
- 7C The Education Committee shall coordinate updating the Clerks' Handbook; assist with the preparation of the presentation for the Education Sessions, and create and update brochures and handouts.
- 7D The Legislative Committee may propose legislative action, which must be presented to the Board of Directors prior to being submitted to its Parent Organization for consideration.
- 7E The By-Laws Committee shall be charged with reviewing the By-Laws each year. Any amendments or proposed changes to said By-Laws shall be presented to the Secretary of this organization, not less than thirty (30) days prior to the Annual Educational Conference of the Parent Organization. Board approved items shall then be communicated to the membership not later than the upcoming Annual Educational Conference of the Parent Organization. Final action or consideration shall be given such matter(s) at the next Annual Educational Conference of the Parent Organization, subject to a majority vote of the members present.
- 7D All committees shall prepare a quarterly report and distribute minutes to committee members and members of the Board of Directors. (7G) Committees shall consist of not less than three (3), the Chairman and two (2) members minimum, and not more than five (5) members in good standing with this organization and its Parent Organization.
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Article VIII ADMINISTRATION

- 8A The President shall call no less than two (2) meetings of the Board of Directors each year. In the event of the "absence or inaction" of the President, meetings of the Board of Directors shall be called by the Secretary, subject to written request of any three (3) members of the Board of Directors. Such written request and "notice of call" by the Secretary shall specify in detail the reason for the meeting and the subject matter(s) to be discussed or considered. No less than a five (5) day notice shall be given of any meeting of the Board of Directors. Special meetings of the Board shall be called in like manner, with subject notice being given to such members.
- 8B Notice of meetings and official communications may be sent by mail, e-mail and/or fax to be considered in compliance with any requirements that notice be given to the Board of Directors or the Membership of the Clerk's Division.

- 8C Officers and members of the Board of Directors shall not endorse in the name of the organization or its Parent Organization, any candidate for political office. They can, however, support or oppose legislation affecting Township Government.
- 8D The Sergeant at Arms shall be the Immediate Past President, assisted by the Second Vice-President.
- 8E A quorum shall consist of not less than nine (9) members of the Board who will conduct the official business of the Board and regular membership of the organization. Once a quorum is confirmed, a simple majority vote of those present shall be sufficient to act upon any matter discussed or considered.
- 8F A quorum of the Board can direct the Treasurer to pay any and all expenses incurred by any Board Member and/or District Director as related to any meeting of the Board or any Educational Conference.
- 8G The outgoing officers shall surrender any and all records pertaining to the Township Clerks organization immediately to the newly elected officers and within thirty (30) days after the election.

Article IX MISCELLANEOUS

- 9A An Audit Committee will be formed to audit the Treasurer's records at the Annual Conference or at the first meeting in January. The Audit Committee shall consist of 3 Directors appointed by the President
- 9B In the event the Immediate Past President is unable or unwilling to chair the Nominating Committee, the President shall appoint a chairperson to fill the position.
- 9C In the event the By-Laws of this organization, Township Clerks of Illinois (TCI), should conflict with the By-Laws of Township Officials of Illinois (TOI), the Parent Organization, the By-Laws of the Parent Organization shall prevail. This organization further acknowledges its inability to bind the Parent Organization with any and all contracts entered into by this organization.
- 9D Any issue not governed by these By-Laws and not consistent with the By-Laws of the Township Officials of Illinois will be governed by the latest edition of Robert's Rules of Order.

Article X FISCAL YEAR

The fiscal year (September 1 through August 31) of this organization shall be the same as Township Officials of Illinois (TOI), the Parent Organization.

Article XI REIMBURSEMENT OF EXPENSES

Mileage will be reimbursed based on the IRS standard mileage rates.

Approval of the By-laws:

These by-laws are hereby duly adopted as amended, by a majority vote of the members present during a meeting of the Township Clerks of Illinois (TCI), at the Township Officials of Illinois annual educational conference.

Effective and adopted this 15th day of November, 2016

By: *Katy Dolan Baumer*
Katy Dolan Baumer, President

Attest: *Lisa Hodge*
Lisa Hodge, Secretary

