

# ILLINOIS ASSOCIATION OF CODE ENFORCEMENT, INC. BYLAWS



Amended by Vote of the General Membership, December 4, 2024

TABLE OF CONTENTS

Article I - Name, Territory and Purpose.....

Article II - Membership.....

Article III - Fiscal Administration.....

Article IV - Officers and Board of Directors.....

Article V - Elections and Voting.....

Article VI - Meetings.....

Article VII - Committees.....

Article VIII - Execution of Papers.....

Article IX - Disbursement of Funds Upon Dissolution.....

Article X - Property.....

Article XI - Amendments.....

Article XII - Order of Business.....

Article XIII - Annual Activity Report to ICC.....

Article XIV - Conflict and Severability.....

Article XV - Policies and Procedures.....

# **ILLINOIS ASSOCIATION OF CODE ENFORCEMENT, INC. BYLAWS**

## **Article I. NAME, TERRITORY and PURPOSE**

### Section 1. Illinois Association of Code Enforcement Inc.

The name of this organization is the Illinois Association of Code Enforcement, Inc. In this document, the Illinois Association of Code Enforcement, Inc. may also be referred to as IACE or the "Association." IACE is a not-for-profit organization which is incorporated as such and in accordance with the laws of the State of Illinois regulating the formations and organizations of such organizations.

### Section 2. State of Illinois

The geographical area that IACE represents shall be all participating municipal, county and state agencies within the boundaries of the State of Illinois.

### Section 3. Purpose

The purpose of IACE is to study and advance the science and practice of code enforcement through training and education leading to certification, to further the interests of the profession and to promote fellowship and understanding among its members.

## **Article II. MEMBERSHIP**

### Section 1. Types of Members

- a. **Active Member:** Any person involved in the regulation of health and safety in the environment, both natural and manmade, and is otherwise responsible for the enforcement of municipal, county, state or federal codes; is employed in the State of Illinois; and who has paid established dues. An active member has all voting rights.
- b. **Active Board Member:** Any person, elected to serve on the Board of Directors, currently serving their term as an Active Member. Such members shall not be subject to payment of dues or training fees.

c. Associate Member: Any person having an interest in furthering the objectives and purposes of IACE. Such a member shall not hold an elective office. An associate member shall be reviewed and approved by the board and has no voting rights.

d. Honorary Member: A life-time membership status conferred upon any person as an honorarium for outstanding service to the Association. All past presidents shall automatically be honorary members. Such a member shall not be subject to payment of dues. Nominations for honorary member, other than past presidents, shall be submitted to the Board of Directors and a majority vote of the Association at an annual meeting shall be necessary to elect. An honorary member has all voting rights.

e. A "member in good standing" is defined as a member who is current on his or her annual dues and meets all other requirements of membership as defined by these bylaws.

## Section 2. Conduct

a. Any member of this Association who is charged with conduct unbecoming, may result in loss of membership, in accordance with Section 3 (b) of this Article II.

b. The affairs of this Association shall not be conducted for profit.

c. No member shall utilize the Association name for private gain.

d. Neither members nor officers shall receive any fee, salary or remuneration of any kind for their services to or on behalf of the Association, provided however that officers may be reimbursed for reasonable expenses incurred with prior approval of the Board of Directors and upon presentation of receipts of other acceptable evidence of said expenses. (see addendum 1)

## Section 3. Termination of Membership

a. Any member no longer employed within the code enforcement profession for a period in excess of six months will cease to be an active member and will be considered an associate member.

b. If any member shall commit any act prejudicial to the conduct of the affairs of the Association or the purpose for which it is formed, or shall have changed their status so as to be ineligible for membership, such person shall be notified in writing to appear in person before the Board of Directors at a designated time not less than thirty days after such notification and, at such time, be given a hearing. The membership of such person may be terminated or suspended by a two-third vote of the Board of Directors present at the hearing.

c. The membership of any member in default of their financial responsibilities to IACE for a period of six months shall be terminated automatically and without notice to that person. This section does not preclude reinstatement upon payment of all outstanding dues and late fees and a majority vote of membership in good standing.

d. When the active membership of any person is terminated for any reason other than the fiscal circumstances of the employer, previously remitted dues shall not be refunded, even in part. However, when an active member becomes an associate member because he or she is no longer employed within the code enforcement profession and the reason for that unemployment is because of the fiscal circumstances of the employer, if that member becomes employed within the code enforcement profession within the same calendar year covered by the previously remitted dues, that person's membership status shall be returned to active member with no additional dues required for the duration of that same calendar year.

### **Article III. Fiscal Administration**

#### Section I: Fiscal Year

The IACE fiscal year shall be from January 1 through December 31 of each successive year.

#### Section II: Annual Budget

The annual budget shall be prepared and presented to the Board of Directors for approval at least 15 days prior to the annual meeting by the Finance and Budget Committee. After approval by the Board of Directors, the Finance and Budget Committee shall present the annual budget to members for approval at the annual meeting.

#### Section III: Membership Dues

a. The annual membership dues of the Association shall be established by resolution of the Board of Directors. To the extent possible, the Board should attempt to notify membership of any change to the annual membership dues on or before May 1st of the preceding year.

b. The annual membership dues of the Association will include a \$15 additional charge as required by the American Association of Code Enforcement (AACE). All active members will be pass-through members of AACE.

c. Dues shall be due on January 1st of each calendar year. For new members coming into the Association the last three months of the dues year, the membership fee shall also cover the following full year's dues.

d. A late renewal fee of \$10 will be assessed to each membership renewal after March 1st of the renewal year.

e. Each member of the Association will be billed once a year by the Treasurer through the IACE website.

f. Any member not paying his or her dues for a period greater than six months shall be reported by the Treasurer to the Board of Directors for termination from membership of the Association.

g. The monies received shall be used to defray the expenses associated with the pursuit of the purpose as listed in Article I.

#### Section 4. Checks and Vouchers

All approved claims owed for payment by IACE shall be submitted to the Treasurer in a form of written and signed statement. All expenditures from IACE funds shall be subject to review by the Board of Directors. All checks and vouchers must be signed by the Treasurer or President. The establishing of the IACE bank account shall be within the State of Illinois.

a. Travel, on behalf of the Association, must be pre-approved by the board and, unless considered an emergency which must be approved by a majority of the Board of Directors, must be part of the annual budget.

b. All receipts submitted for reimbursement must include the date of service and clearly show the amount to be reimbursed. Reimbursement will be subject to addendum 2 (updated according to the current rate of reimbursement according to the State of Illinois).

### **Article IV. Officers and Board of Directors**

#### Section 1. Numbers and Types of Officers

The officers of IACE shall be seven and shall consist of a President, First Vice-President, Second Vice-President, Third Vice-President, Secretary, Treasurer and Sergeant-At-Arms.

## Section 2. Eligibility for Office

Any active member of IACE in good standing shall be eligible to run for election to any office.

## Section 3. Terms of Office

- a. The nominal term of office for all Officers shall be two years coincidental with the IACE fiscal year.
- b. The two-year term of office for the President, Second Vice-President and Secretary, shall begin their term January 1 of all years ending with an even number.
- c. The two-year term of office for the First Vice-President, Third Vice-President, Treasurer, and Sergeant-At-Arms shall begin their term January 1 of all years ending with an odd number.
- d. All persons holding an office are eligible to succeed themselves in office for as many successive terms as they may be re-elected to serve.

## Section 4. Duties of Officers

- a. President: The President shall be directly responsible for the supervision and guidance of the affairs of the Association and shall preside over all meetings of IACE. The President may execute any bonds, contracts or other like instruments that the Board of Directors has previously authorized to be executed. The President shall enforce these bylaws and perform other duties that would be recognized as being part of the office. The President is the contact person with other organizations. The headquarters of the Association shall be the office of the President, so long as it is located in the State of Illinois.
- b. First Vice-President: The First Vice-President will preside at all IACE functions in the absence of the President. The First Vice-President shall, when called upon, give advice and counsel to the President. The First Vice-President shall be responsible for the emailed correspondences and maintaining and updating the IACE website.
- c. Second Vice-President: The Second Vice-President shall preside in the absence of the First Vice-President and in the absence of the President at all IACE functions. The primary duties of the Second Vice-President shall be to chair the Education and Certification Committee, to co-chair the Membership Committee with the Third Vice-President, to monitor and update the training opportunities that are on the website and to keep the president informed of the current progress and future plans of the Committee.

d. Third Vice-President: The Third Vice-President shall preside in the absence of the Second Vice-President, First Vice-President and the President at all IACE functions. The primary duty of the Third Vice-President is to chair the Membership Committee with the Second Vice-President, keeping an updated list of all members in the database. This database shall be a continuous record of qualified active and associate members. The Third Vice-President shall also, through innovative and creative means, attempt to increase membership each year and shall be responsible for the Association's social media accounts.

e. Secretary: The Secretary shall keep and maintain an accurate record of the proceedings of all official meetings, including but not limited to the following tasks:

1. Take minutes of all meetings and keep the minutes as a permanent part of IACE records.
2. Prepare and deliver correspondence for the Association, except weekly email.
3. Perform all duties incidental to and customarily associated with the office of Secretary.
4. Maintain a list of assignments to standing and special committees.
5. Disseminate minutes to the Board of Directors within 30 days of the meeting which is the subject of the minutes. However, failure to do so shall not invalidate the minutes or decisions made there at.
6. Provide to new officers, and maintain copies of, receipts for IACE equipment (see section 4.h. below).

f. Treasurer: The Treasurer shall:

1. Have charge and custody and be responsible for all funds and securities of the Association.
2. Receive and give receipts for monies due and payable to the Association from any source.
3. Work with the President to deposit all monies in the name of IACE in banks, trust companies or other depositories as provided in these bylaws or as directed by the Board of Directors.
4. Work with the President to write checks and disburse funds to discharge obligations of IACE.
5. Maintain the financial books and records of IACE.
6. Prepare quarterly financial reports and present these reports to the Board of Directors, including but not limited to a bank register (or other like itemization of revenues and expenditures) and an accounting of expenditures against the approved annual budget.
7. Have knowledge of all tax laws that affect the Association and advise the Board of Directors of any changes to said laws to ensure that the Association is in good standing with the applicable state and federal departments of revenue.

8. Prepare and submit the appropriate forms and papers related to the taxes of the organization to the necessary state and federal departments of revenues to keep the Association in good standing.
9. Chair the Finance Committee.
10. See that the dues of all members are paid on March 1st of each year and report the same to the Board of Directors.
11. Present a financial statement for members to view at the annual meeting in a form generally accepted by either the Financial Accounting Standards Board, the State of Illinois Office of the Secretary of State or the United States Department of Treasury Internal Revenue Service. At a minimum, said financial statement shall include a report of all revenue and expenditures.

g. Sergeant-At-Arms: the Sergeant-At-Arms shall maintain order during all meetings and functions of this Association. The Sergeant-At-Arms shall be responsible for the IACE scholarship program. The Sergeant-At-Arms shall be responsible for ensuring that all voters are in accordance with the provisions of Article II and ensure the nominations of officers are in accordance with the provisions of Article V, Section 1. The Sergeant-At-Arms shall chair the Legislative and Judicial Review Committee and will keep the President informed of actions and progress which the committee makes.

h. Interest of All Officers: The officers shall act on behalf of the Association at all times.

i. Dual Office: The same person shall not hold more than one office.

j. Within 30 days of being sworn into office, each officer shall sign a receipt stating that IACE equipment shall be returned upon leaving office.

## Section 5. Board of Directors

a. There shall be a Board of Directors comprised of the president, First Vice-President, Second Vice-President, Third Vice-President, Treasurer, Secretary and Sergeant-At-Arms with the Immediate Past President as an ex-officio member. The Immediate Past President shall serve as Chair of the Nominations Committee and the Health Code Review Committee, and shall, when called upon, give advice and counsel to any officer of the Board of Directors.

b. Except as otherwise provided by these bylaws, the Board of Directors may transact Association business in the interim between annual meetings; shall determine when committee reports are to be issued, shall effectuate motions approved by the Association; and may adopt for the regulation of its vote.

c. Official findings, recommendations and policies of and established by the Board of Directors shall be determined by a majority vote of the Board of Directors present at the respective meeting. All members of the Board of Directors shall have one vote.

d. The Board of Directors may be empowered to authorize the existence of Chapter Organizations.

## **Article V. Elections and Voting**

### Section 1. Nominations of Officers

a. At least forty-five days prior to the annual meeting, the Board of Directors shall appoint a Nominating Committee consisting of three or more persons who are active members in good standing of the Association.

b. Every two years, during a year ending with an odd number (for the upcoming year ending in an even number), the Nominating Committee shall prepare a slate of nominees for the offices of the President, Second Vice-President, and Secretary. Every other two years, during a year ending with an even number (for the upcoming year ending in an odd number), the Nominating Committee shall prepare a slate of nominees for the officers of First Vice-President, Third Vice-President, Treasurer and Sergeant-At-Arms.

c. The Nominating Committee may select and recommend more than one person for all offices, not to exceed three persons per office.

d. In the event an Immediate Past President is unavailable to chair the Nominating Committee, the Board of Directors must appoint an officer as the chair in so long as the position currently held by that officer is not up for election or in so long as the officer is not seeking re-election for his or her current position or any other position up for election.

e. The Nominating Committee shall make every effort to report its slate of nominees to the Board of Directors at least 10 business days before the annual meeting such that associated ballots may be prepared. However, failure to do so shall not invalidate the slate of candidates that members may consider at the annual meeting, and the slate may be presented to members at the annual meeting without consideration by the Board of Directors.

f. In the event there is only one nominee for any particular office, the membership assembled may instruct the Secretary by proper motion to cast a ballot for the full number of qualified voters at the meeting for said nominee whereupon the President shall declare them elected by acclamation. The Board of Directors shall announce the results of all balloting at the annual meeting where the vote took place.

### Section 2. Vacancies

In the event a vacancy is created in the office of the president, the First Vice-President shall immediately vacate his or her office and assume the office of President and at which time the Board of Directors shall have the power to fill any vacated office with an interim appointee until a regular election is held. In the event a vacancy is created by any other officer, the Board shall have the authority to fill the vacancy until a regular election is held.

### Section 3. Voting

a. For the normal transaction of business, all active members in good standing, and all honorary members, present at the annual and quarterly meeting shall have one vote for:

1. Election of Officers
2. Adoption of Bylaws and Articles of Incorporation, amendments thereto, and proclamations.
3. Items for which a vote proves inconclusive at the discretion of the President or Presiding Officer.

b. The Sergeant-At-Arms shall determine the eligibility for voting on the specific business matters and the Treasurer shall maintain a current list of eligible voters.

c. A quorum for a valid vote at the annual meeting shall be a majority of those eligible voting members registered as attending the annual meeting. Proxy ballots are expressly prohibited and will not be counted.

d. Votes of members should generally take place at either annual or quarterly meetings. Where special circumstances warrant, and by express vote of the Board of Directors, the Board may seek a vote of members by electronic means in so long as the Board of Directors finds in advance of the vote that said electronic means allow only eligible members to vote and a vote cannot be attributed to the member casting the vote (ie anonymity must be guaranteed).

## **Article VI. Meetings**

### Section 1. Annual Meeting

a. An annual meeting shall be held during the last quarter of each year.

b. The primary purpose of the annual meeting is to:

1. Review the annual reports from Association Officers

2. Adopt a budget for the next year to commence January of each successive year
3. Elect officers and
4. Provide educational opportunities to members

## Section 2. Quarterly Meetings

- a. Quarterly meetings should be held in the months of April, July, September and December.
- b. The primary purpose of a quarterly meeting is to:
  1. Update members about matters affecting IACE and
  2. Provide educational opportunities to members

## Section 3. Special Meetings

- a. The President or a majority of the Board of Directors may call a special membership meeting at such date, time and place as they may consider appropriate.
- b. At the written request of a minimum of ten percent of all members in good standing, the President shall call a special meeting. Prior to calling said meeting, the Treasurer shall positively affirm to the President that this minimum number has been reached.

## Section 4. Business Meeting

- a. The Board of Directors shall hold a business meeting no less than four times each year. The date, time and place for each meeting shall be set at the close of the preceding business meeting and such information shall be included within the meeting minutes.
- b. The secretary shall ensure that the date time and location of a business meeting is prominently displayed on the IACE website at least fifteen days prior to the meeting date; however, failure to do so shall not invalidate the meeting or decisions made there at.
- c. Business meetings are open to members in good standing and the agenda shall include time for such members to address the Board of Directors on any matter. The President reserves the right to limit the time that a member in good standing may address the Board of Directors but at no time shall that time limit be less than three minutes.

d. A special business meeting may be called by the President or by a majority of the Board of Directors and notification of said meeting shall be prominently displayed on the IACE website as soon as reasonably possible. However failure to do so shall not invalidate the meeting or decisions made there at.

e. A quorum of the Board of Directors, which is necessary for it to conduct business, shall consist of a majority of the filled officer positions of the Association.

f. The Board of Directors may conduct business, at quarterly and/or annual meetings by conference call or other like remote technology if all the following apply:

1. Each officer participating in the meeting can communicate with all of the other officers concurrently
2. Each officer is provided the means of participating in all matters before the Board of Directors and
3. The remote technology allows members in good standing to participate

g. At any time, the Board of Directors may convene an executive session in so long as the reason for said session is announced and conforms with the Illinois Open Meetings Act. The Board of Directors shall not take any action during executive session, rather actions shall be taken and recorded during a business meeting.

## Section 5. Programs

It shall be the responsibility of the Board of Directors to provide programs for the membership that are of the highest quality and consistent with the established purpose and goals of this Association, American Association of Code Enforcement and the International Code council. Such programs shall generally be provided at quarterly or annual meetings of the Association, however the Board of Directors may make exceptions to accommodate unique opportunities or other extenuating circumstances.

## Section 6. Minutes of Business Meeting

a. Minutes of all actions taken at an annual meeting, a quarterly meeting or business meeting shall be recorded by either the Secretary or some other qualified member of IACE designated by the Secretary to serve in their absence.

b. All minutes shall be considered “draft” or otherwise unofficial until such time that they are approved by the Board of Directors. All minutes, once approved by the Board of Directors as to accuracy, shall become part of the permanent record of which the Secretary is the custodian and shall be available upon the IACE website.

## **Article VII. Committees**

### Section 1. Appointment

- a. The President shall, whenever necessary and appropriate, appoint special committees to perform specific and limited duties. The President shall appoint officers or members in good standing to such special committees, and the President shall appoint the chair to any special committee.
- b. In addition, the President shall appoint members in good standing to the following standing committees: Finance and Budget, Education and Certification, Legislation and Judicial Review, Health Code Review, ~~Steering~~ and Membership. The chair of each of these standing committees shall be an officer of the Association in accordance with Article IV, Section 4, Duties of Officers.
- c. The establishment of a special committee, the appointment or re-appointment of a chair to a special committee, and the appointment or re-appointment of any member to a special or standing committee shall be announced at the next Association business meeting and recorded within the minutes thereof.

### Section 2. Tenure

- a. The tenure of each special committee shall be for the duration of the specific duty assigned to it, but shall not exceed beyond the IACE fiscal year in which the particular special committee was appointed, except that any special committee may be continued the following year by the succeeding President.
- b. Standing committees have a specific job description and any appointment thereto, except for the chair, are at the discretion of the President to serve until the end of the IACE fiscal year unless the succeeding President continues their service for another year.

### Section 3. Duties and Responsibilities of Standing Committees

- a. The Finance and Budget Committee are to meet at least once yearly during the last quarter of the IACE fiscal year, to outline the receipts of the Board of Directors for the coming IACE fiscal year.
- b. The Membership Committee shall meet as necessary and is responsible for the active recruitment of new members and the retention of present members.

c. The Education and Certification Committee is hereby empowered to fix those regulations it feels necessary to cause the members of IACE to be duly certified in the best interest of the public and the Association. The Committee shall meet as often as necessary to attain those goals and shall make a report to the Board of Directors of its progress and methods.

d. The Legislative and Judicial Review Committee will meet as necessary and is responsible for these bylaws and the review of ordinances throughout the State of Illinois which pertain to code enforcement. The ultimate responsibility of this committee lies in finding the most efficient and effective laws in place and working toward the establishment of these laws on a statewide basis. In making appointments to this committee, the President shall consider practicing attorneys who are members in good standing and available for service as well as any other interested member in good standing.

e. The Health Code Review Committee will meet as necessary and shall review existing and proposed State of Illinois Health Codes related to code enforcement. In making appointments to this committee, the President shall consider for appointment those members who specialize in public or environmental health as well as any other interested member in good standing.

#### Article VIII. Execution of Papers

The Board of Directors may generally or in particular cases authorize the execution thereof in some other manner, all deeds, releases, transfers, contracts, bonds, notes, checks, drafts and other obligations made, accepted or endorsed by the Association. As needed, and following the authorization of the Board of Directors, such papers shall be signed by the President and/or the Treasurer.

#### Article IX. Disbursement of Funds Upon Dissolution

In the event this Association is disbanded and/or dissolved, all monies remaining in the treasury, after remaining bills and taxes are paid, shall be contributed to a successor municipal and/or county building officials organization located in Illinois or to the American Association of Code Enforcement, as determined by a majority vote of the Board of Directors.

#### Article X. Property

Any real property which may be obtained by the Association, and checking/savings accounts, bonds or like investments shall be controlled and managed by the Board of Directors.

## Article XI. Amendments

### Section 1. Proposal

- a. Upon written petition officially transmitted to the Board of Directors, from a standing or special committee or by signature of at least one-fourth of active members, any proposed amendment to these bylaws shall be prepared as a written ballot for the next annual meeting. Such a petition shall be transmitted to the Board and verified by the Treasurer at least thirty days in advance of the annual meeting.
- b. A proposed amendment to these bylaws may be initiated by a two-thirds majority vote of the Board of Directors at a business meeting. Such a vote must take place at least thirty days in advance of the annual meeting.

### Section 3. Adoption

- a. Any proposed amendment shall require a majority vote at an annual meeting of eligible voting members registered as attending the annual meeting. The vote shall be by secret ballot.

## **Article XII. Order of Business**

### Section 1. Parliamentary Procedures

Unless covered otherwise by these bylaws, the latest version of Roberts Rules of Order shall govern all aspects parliamentary in nature.

### Section 2. Order of Business

- a. The order of business of this Association shall generally be as follows:
  1. Roll call of officers
  2. Approval of minutes of previous meeting
  3. Announcements
  4. Reports of officers and minutes
  5. Elections of officers and seating of same at the annual meeting
  6. Program
  7. Unfinished business
  8. New business

- 9. Member public comment
- 10. Adjournment

b. The President may propose to amend the order of business. If such amendment is proposed at a business meeting then the amendment shall require the approval of the Board of Directors. If such amendment is proposed at an annual or quarterly meeting then the amendment shall require the approval of membership in attendance.

### **Article XIII. Annual Activity Report to ICC**

The President will submit an annual activity report to the International Code Council at the end of each fiscal year.

### **Article XIV. Conflict and Severability**

a. In the event of a conflict between any two or more provisions of these bylaws, the more restrictive provision shall apply.

b. That is any of these bylaws shall be declared unconstitutional or invalid by a court of competent jurisdiction, the remaining provisions shall remain in full force and effect.

### **Article XV. Policies and Procedures**

The Board of Directors is authorized to establish policies and procedures to govern routine business affairs of the association.

---

Amended by Vote of the General Membership, December 4, 2024