



COOPERATION | COMMUNICATION | COORDINATION | COLLABORATION

BYLAWS

Article I Name and Relationships

Section A: Name

The name of this organization is the Illinois Voluntary Organizations Active in Disaster (Illinois VOAD).

Section B: Relationships

Illinois VOAD is made up of non-governmental voluntary organizations active in disaster. Each member organization maintains its own identity, independence and mission, yet works closely with other Illinois VOAD members to improve service delivery and eliminate unnecessary duplication.

Illinois VOAD is organized by, governed by, and exists for the benefit of voluntary organizations with dedicated disaster relief missions. It does however; endeavor to provide open, collaborative and effective engagement and partnerships with government agencies and other private and for-profit entities in order to ensure efficient and successful delivery of services statewide.

Illinois VOAD is a state counterpart to the National Voluntary Organizations Active in Disaster (National VOAD). Illinois VOAD is an autonomous organization with all the rights afforded thereto, however, as a member of the National VOAD it recognizes and complies with the policies and practices set forth in the membership agreement and policy documents of the National VOAD.

Illinois VOAD has no subordinate organizations. Illinois VOAD does, however, provide support and technical guidance to local or regional VOAD or Community Organizations Active in Disaster (COAD) groups within Illinois. This support and technical guidance is provided at the request of the local or regional VOAD or COAD.

Article II Purpose

Illinois VOAD is a statewide coalition of independent, non-governmental, voluntary organizations dedicated to providing humanitarian services during one or more phases of disaster. The Illinois VOAD's mission is to bring together voluntary organizations in order to foster more effective and efficient services to people affected by disaster through:

Cooperation: Creating a climate for cooperation among organizations at all levels, and providing a channel for sharing information and planning among voluntary organizations active in disaster relief.

Communication: Exchange and disseminate information among member organizations, as well as local, state and federal partner agencies.

Coordination: To foster common understanding, develop advocacy and deliver services in an integrated manner.

Collaboration: Forming partnerships dedicated to working together to achieve specific goals and to undertake specific projects at disaster sites during disaster recovery.

Article III Membership

Section A Membership Categories and Qualifications

1. Full Membership

Full members must be committed to providing resources to fulfill the purposes and objectives of Illinois VOAD.

Member Organizations meet all of the following criteria:

- Organizations with voluntary membership and constituencies;
- Organizations that have a not-for-profit structure designated under IRS Code as a 501(c)(3) corporation, or those that could reasonably expect to meet such qualifications;
- Organizations that have a demonstrated disaster services mission/program and policy for commitment of resources to meet the needs of people affected by disaster;
- Organizations that serve those in need due to a disaster without discrimination; and
- Organizations that provide services and/or resources during times of disaster in Illinois.

2. Associate Membership

Associate Members must be committed to providing resources to fulfill the purposes and objectives of Illinois VOAD and hold disaster responsibilities or capabilities, but do not meet the requirements or qualifications for Full Membership. Associate Membership includes but is not limited to the following:

- Government Agencies: Eligible for Associate Membership due to responsibilities to constituency that involve disasters. Government representatives hold membership in Illinois VOAD for advisement, visibility, and resource purposes (e.g., Department of Social Services or Illinois State Emergency Management Agency).
- For-profit: Eligible for Associate Membership due to roles potentially played in Illinois VOAD disaster management activities. For-Profit representatives hold membership in Illinois VOAD for advisement, visibility, and resource purposes (e.g., Wal-Mart or Home Depot).
- Community Organizations Active in Disaster (COAD)/Long-Term Recovery Committees (LTRC): Eligible for Associate Membership in Illinois VOAD for advisement, visibility, and resource purposes.

Section B Conditions of Membership

1. Full and Associate Members will follow and abide by the purpose of the Illinois VOAD as stated in Article 1.

2. Full Members will be in attendance for at least one Illinois VOAD meeting or conference call per year.
3. All members will complete annual updates for information and pay dues annually.
4. Full members will designate one person to serve as the primary vote for each organization.
5. The term of membership and partnership shall be perpetual, except as set forth in Section D of this article.

Section C Membership Application and Approval Procedures

1. Organizations seeking membership will submit a letter to the executive committee explaining their organization's scope, intended commitment, and resources the organization brings to the Illinois VOAD.
2. The Executive Committee will review the documentation to determine eligibility of the candidate organization and will make a recommendation for acceptance or declination.
3. The Executive Committee will present the application to the membership, with their recommendation, at the next business meeting.
4. After the application has been presented, the members will vote to extend or decline membership to the candidate organization. Membership is approved by majority vote of the voting members present.
5. The prospective member will be notified of the decision in writing or electronically by the Illinois VOAD Secretary or designated executive committee representative within ten (10) days of the vote.

Section D Termination of Membership

1. An organization may voluntarily remove itself from membership by submitting a letter of resignation of Illinois VOAD, in care of the Chairperson.
2. The membership of a full or associate member may be terminated by two-thirds majority vote of voting members at a regular meeting or conference call if:
 - a. Member no longer meets the applicable Membership criteria listed in Section A of this article;
 - b. Fails to meet a Condition of Membership listed in Section B of this article or;
 - c. Other activities or actions, as determined by the Executive Committee, deeming a member not worthy of membership. These activities or actions could include but are not limited to;
 - i. Suspected or actual criminal activity;
 - ii. Actions or activity related to abuse, discrimination or other malfeasance or;
 - iii. Financial fraud or related activity.
3. Full and Associate members that have not participated in an Illinois VOAD meeting or conference call for two years or greater, may be removed from membership at the annual meeting. These organizations are eligible to reapply for membership according to Article III Section C.

Article IV Meetings

- Section A Meeting Schedule
1. Regular Meetings: There will be four (4) regular business meetings per calendar year. Two business meetings will be conducted via teleconference in February and August and two business meetings will be held in person in the months of May and November. The annual meeting will be held each November.
 2. Special Meetings: Special meetings of the Members, for any purpose or purposes may be called by the Chairperson or the Vice-Chairperson, at their discretion, or at the request of ten percent (10%) of the Full Members. Special meetings may take place in person or via a conference call.
- Section B Meeting Notices
1. Business Meetings Notice: Written notice to all members shall constitute proper notice for the conduct of business should be sent to the membership no later than two weeks prior to the meeting. Electronic notification shall be considered valid and proper notice of meetings. An agenda and any draft documents to be approved at the meeting should also meet the same standards of notice.
 2. Special Meetings Notice: Notifications of Special Meetings should be sent to the membership by email or telephonically, if necessary. Special meetings to support the needs of disaster events (or drills) can be called by the Chairperson or Vice Chairperson with minimal notice.
- Section C Conduct of Business
- Robert's Rules of Order shall be considered the rules for the conduct of meetings.
- Section D Meeting Minutes
1. Minutes will be taken by the Secretary or a member designated by the Chairperson, in the Secretary's absence. Proposed minutes will be reviewed and approved at the next regular meeting.
 2. Minutes may be distributed to members and partners through electronic means, however, only approved minutes will be forwarded to National VOAD and posted on any websites. Posting of minutes or other Illinois VOAD materials or information on any website is subject to the Chairperson's prior approval.
- Article V Voting and Quorum
- Section A Voting Rights
1. Each full member entitled to one vote, regardless of the number of representatives in attendance.
 2. Associate members do not have a vote.
- Section B Proxy Voting
- Proxy voting is not permitted.
- Section C Quorum for Meetings
- A quorum for action taken at annual, regular or special meetings shall be at least 33% of voting members.

Section D Voting for Passage of Motion
All voting, unless otherwise provided by these By-laws, shall be by simple majority vote by the State Members.

Section E Recording of Votes
Votes will be recorded in the meeting minutes by results and not by individual organizations unless requested by the Chairperson.

Article VI Executive Committee

Section A Executive Committee Composition

1. The Executive Committee shall consist of no less than five (5) and no more than thirteen (13) members.
2. Executive Committee members should be from various Member organizations.
3. The Immediate Past Chairperson will serve Ex Officio with voice and vote on the Executive Committee.

Section B Eligibility of Executive Committee Candidates
Any Full Membership member representative in good standing with the IL VOAD and approval from the organization they represent is an eligible candidate.

Section C Election of the Executive Committee
The Executive Committee shall be elected by the Members at the annual meeting that takes place during the fourth quarter of the calendar year.

Section D Terms of Office
The Executive Leadership is elected for two year terms on a staggered rotational basis half elected in odd years and half elected in even years. Terms will begin at the beginning of the calendar year that immediately follows the election and conclude at the end of the second full calendar year following the election. The Executive Committee members may be reelected for one additional (2 year) term. After serving two terms, officers must leave the Executive Committee for a minimum of one term. The Executive Committee retains the ability to replace its members should resignations take place. In such situations, service of more than one year is deemed to be a term served. Terms may be extended up to one (1) year for the purpose of establishing an orderly rotation process; however, no more than one-third of the members may be selected for extension. The Immediate Past Chairperson will serve Ex Officio with voice and vote on the Executive Committee.

Section E Vacancies on the Executive Committee

1. In the event an officer resigns or is no longer able to fulfill the duties assigned, the Chairperson may appoint an individual to fill the position until the term expires.
2. In the event that the Chairperson resigns or is no longer able to fulfill the duties assigned, the Vice Chairperson assumes the Chairperson's position until the next regular election and appoints a new Vice Chairperson as above mentioned.

Section F Election of Officers
The Executive Committee shall select, a Chairperson, Vice Chairperson, Secretary and Treasurer who will be presented to the voting members for confirmation. Each candidate must be a member of an organization that is a member in good standing (Article III, Section B).

Section G Meetings of the Executive Committee
The Executive Committee shall meet when called by the Chairperson or by any two other officers as necessary to conduct business. The meeting can be conducted in person or on a conference call. A quorum, as defined in these By-laws, must be present in order to conduct the business of the Executive Committee. Decisions are made by a simple majority of the members voting.

Section H Powers and Responsibilities of the Executive Committee
The Executive Committee shall have the power to act for the Illinois VOAD between meetings within the adopted guidelines of the organization.

The Executive Committee may establish committees and sub-committees as needed to conduct the business of the organization.

The Executive Committee will review and recommend organizations for membership in the IL VOAD, as specified in Section C.

The Executive Committee may not amend or adopt governance policies or documents that are contrary to those in place without the express consent of the voting membership of the IL VOAD.

Article VII Officers
Officers are elected from and by the members, pursuant to a slate presented by the Nominating Committee. The slate of officers presented shall be affirmed by the voting members of the Illinois VOAD and shall consist of the following:

1. Chairperson: The Chairperson shall be the principal executive officer of the IL VOAD. He or she presides over all meetings, convenes meetings, and provides leadership to the Executive Committee and the Membership.

The Chairperson is the official and authorized spokesperson for the Illinois VOAD and is responsible for all external communications and relationships. He or she (or designee) acts as the liaison to the National VOAD, the Illinois Emergency Management Agency (IEMA), and the Federal Emergency Management Agency (FEMA).

2. Vice-Chairperson: The Vice Chairperson shall preside at meetings of the Members and of the Executive Committee in the absence or at the request of the Chairperson. The Vice Chairperson shall assume the position of Chairperson in the event that the Chairperson fails to complete his/her term.

3. Secretary: The Secretary shall maintain all organizational records, record, distribute and maintain minutes of all meetings. The Secretary may provide support to the Chairperson through distribution of meeting notices and materials, planning and coordination of meetings, and upkeep and distribution of the membership roster and capabilities matrix. The Secretary will maintain records related to membership, including the terms of all Executive Committee members.
4. Treasurer: The Treasurer shall receive, record, and report all funds in accordance with established and accepted accounting standards. The Treasurer will hold all funds for safekeeping, distributes funds as authorized by the Chairperson and maintains appropriate financial records for all disbursements. The Treasurer shall report financial matters to the Executive Committee and the membership on a regular and timely basis, including written financial reports presented to the Executive Committee and the membership at their regular meetings. The Treasurer will follow all compliance with all local, state, and federal financial regulations and filings.

The positions of Secretary and Treasurer may be combined into one office upon determination by the voting membership.

Article VIII Nominations and Elections

Section A Nominating Committees

At least three months prior to the fall meeting, the Nominating Committee shall convene to determine candidates to fill expiring terms of members of the Executive Committee, including the Officers.

1. The Nominating Committee shall consist of three (3) persons, appointed by the Chairperson.
2. Members of the Nominating Committee must be authorized representatives of voting members in good standing.
3. Members of the Nominating Committee must represent diverse organizations.
4. The duties of the Nominating Committee will conclude with the election of the Executive Committee.

Section B Elections

At the fall meeting, the Nominating Committee shall present to the membership the slate of candidates for election to the Executive Committee and shall conduct the election of these representatives, including opening nominations to the floor.

After elections take place for the Executive Committee, the Nominating Committee will immediately develop a slate of officers and shall present said slate to the Executive Committee. The Nominating Committee shall conduct the election of Officers of the Executive Committee, including accepting nominations from the floor. Then, prior to the conclusion of the annual meeting, the Nominating Committee shall report said election results to the membership for their official confirmation.

Article IX Committees and Sub-Committees

Section A Committee Authorization

The Executive Committee may create committees, task forces, and/or working groups as needed to fulfill the purpose and mission of the Illinois VOAD.

Section B Standing Committees

The Executive Committee may create standing committees as needed to fulfill the purpose and mission of the Illinois VOAD.

Article X Budget and Finance

Section A Fiscal Year

The fiscal year of the Illinois VOAD shall commence on January 1 and end on December 31.

Section B Budget

The chairperson and treasurer will jointly develop an annual budget that will be presented to the general membership for approval at the annual meeting.

Section C Fiscal Agent

The Illinois VOAD has the authority to maintain its own finances in accordance with all laws of the State of Illinois. The membership may also elect to appoint a voting member organization to serve as the fiscal agent for the Illinois VOAD. Terms of a fiduciary relationship shall be set forth in writing by the parties and executed by the Chairperson upon approval of the membership. Said authorization may be revoked by the membership for cause with 45 days written notice.

Section D Expenditures

Illinois VOAD Treasurer has the ability to withdrawal funds that have been approved through the budget. Any expenditure not in the budget and in excess of \$500 must have prior approval of two executive committee members prior to expending the funds.

Section E Financial Statements & Accountability

The Treasurer will present financial reports to the membership at the spring and fall face to face meetings and as requested by the executive committee.

Section F Dues

Dues are assessed in the annual amount of \$50.00 per Member organization. Dues may be adjusted at a general meeting by a majority vote of the members present and voting. The Executive Committee may reduce or eliminate the dues requirement for an agency if a hardship is presented.

Section G Dissolution

In the event of the dissolution of the Illinois VOAD, any remaining funds shall be disbursed for disaster relief coordination pursuant to a vote of the Executive Committee.

Article XI Function In Disaster

The Illinois VOAD organization is a coalition of many member and partner organizations. During times of disaster, the Illinois VOAD, through representation by its Executive Committee or members appointed by the Executive Committee will: Represent the Illinois VOAD to:

1. Represent the Illinois VOAD to state and federal government officials, National VOAD and its partners, corporations and others;
2. Communicate information about needs, resources and gaps among parties above;

3. Coordinates efforts from member, partner and other organizations to help ensure equitable provisions of disaster relief, response and recovery by National VOAD best practices;
4. Convene special meetings, usually via conference call, for the purposes of cooperation, communication and coordination;
5. Assist COADs, where available, and the formation of long-term recovery groups by National VOAD best practices and Points of Consensus;
6. Collaborate with members and partners to contribute their areas of expertise or resources best meet the needs of clients during response and recovery following a disaster.

Article XII Amendments

Section A Proposed Changes

Proposed changes in these By-laws must be distributed to members no less than four (4) weeks prior to a meeting at which the changes will be considered.

Section B By-Law Amendments

Amendments are approved by a two-thirds (2/3) vote at any properly called meeting in which a quorum is affirmed.

Approved by the Membership this 1st day of November, 2019.