



*Effective Date: May 1, 2017*

**BY LAWS**  
**THE AMERICAN CIVIL LIBERTIES UNION OF ILLINOIS**  
**PEORIA-AREA CHAPTER**

**ARTICLE I – NAME**

The name of this organization is “The American Civil Liberties Union of Illinois, Peoria-area Chapter”, alternately referred to hereafter as “Chapter”. This organization is a sub-affiliate of The American Civil Liberties Union of Illinois, which, hereafter in these by-laws may be referred to as ACLU-IL. The chapter's geographical area will consist of, but not exclusively limited to, that region commonly known as West-Central Illinois: west of the central Illinois River valley at Peoria, but also including several counties on the River’s eastside, such as Tazewell, Woodford, and Mason Counties of Illinois. It may also include surrounding areas designated by the Illinois affiliate.

**ARTICLE II – OBJECTIVES**

*Section 1.* The objectives of the chapter shall be to defend civil liberties guaranteed by the Constitutions of the United States and the State of Illinois.

*Section 2.* To further such objectives, the chapter may conduct educational programs, promote membership, participate in appropriate events, and raise awareness of civil liberty issues, as deemed appropriate.

*Section 3.* Proposed legal action shall be reviewed by the General Counsel of the Illinois affiliate and, if approved by the affiliate's Board-of-Directors, carried out under the General Counsel 's supervision.

**ARTICLE III – MEMBERSHIP**

Members of the chapter shall be members of The American Civil Liberties Union residing within the Chapter's general geographical area and other persons designated by the Illinois affiliate.

*Approved via Membership: April 2017*

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#### ARTICLE IV – OFFICERS

*Section 1.* Chapter officers shall be president, vice-president, secretary and treasurer.

*Section 2.* The **president** shall preside at meetings of the Chapter and its board of directors (also referred to as “Board” or “board members”, as a whole); shall supervise and direct the Chapter's affairs subject to directions of the Board; shall submit suggested persons to be appointed chairs and members of committees by the board; may sign, on behalf of the Chapter, any instrument which the board-of-directors has authorized to be executed, and shall perform such other duties as may be prescribed by the board.

*Section 3.* In the president's absence or inability to act, the **vice-president** shall perform the duties of president, and, when thus acting, shall have powers of, and be subject to, the restrictions upon the president. The vice-president shall coordinate and supervise the work of all chapter committees and shall perform such other duties as are assigned by the president or board of directors.

*Section 4.* The **secretary** shall, with the assistance of other members as assigned:

- (a) Record the official minutes of chapter and board meetings;
- (b) Conduct the chapter's correspondence;
- (c) Maintain membership rolls;
- (d) Give notice of chapter and board meetings;
- (e) Send to the Illinois affiliate copies of minutes of chapter and board meetings, reports of public meetings, investigation reports, public statements, and other published documents relating to chapter activities; *and*
- (f) Perform such other duties as may be assigned by the board-of-directors.

*Section 5.* The **treasurer** shall, with the assistance of other members as assigned:

- (a) handle the chapter's money;
- (b) disburse money at board direction by check;
- (c) deposit all money received in the chapter's name in such banks, savings and loan associations or other depositories as are designated by the board of directors or, in absence of such designation, in any bank or savings and loan association with office in the chapter's geographical area;
- (d) keep an accounting of all funds received and disbursed;
- (e) report at each board meeting the balance on hand and all funds received and disbursed since the last board meeting;

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- (f) request operating funds from the Illinois affiliate as directed by the Board;
- (g) submit reports regarding chapter finances as may be required by the Illinois affiliate.

Further, the treasurer shall submit the accounts and records to be audited by a person or persons designated by the board of directors at such times as directed by such board, and such board shall cause such accounts and records to be audited no less than annually. At chapter expense, the treasurer shall be bonded by an insurance company authorized to do business in Illinois, selected by the board of directors, in such amount as shall be determined by such board; however, the board of directors may waive such requirement of a bond in any designated year.

*Section 6.* Officers shall be elected at the annual meeting to serve for one year. Terms of office shall begin on June 1st following election. Incumbent officers are eligible for re-election. All Chapter members, regardless of Board status at the time of nomination, may be considered for open office positions. Officers are also counted as members of the Board.

*Section 7.* No member shall hold more than one office at the same time.

*Section 8.* In the event of removal from office, death, resignation, or ceasing to be a chapter member, vacancies in office shall be filled by the Board for the remainder of the outgoing officer's term.

*Section 9.* Any officer may be removed from office for absence from four consecutive board meetings without being excused by the board or for cause deemed prejudicial to the Chapter's welfare. Removal for cause shall be upon written charges filed with the board by the board or a chapter member with copy furnished the charged officer and only after a hearing is afforded the charged officer before the board. Removal from office shall require a 2/3<sup>rd</sup>'s vote of board members present and voting at the meeting or meetings at which such hearing is held. Pending hearing and decision thereon, any charged officer may be suspended from office by a 2/3<sup>rd</sup>'s vote of Board members voting at a meeting of the Board. Said office shall be filled during such suspension by Board appointment.

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#### ARTICLE V – MEETINGS OF THE GREATER CHAPTER

*Section 1.* An annual meeting of the greater Chapter (hereafter “Chapter meeting”) shall be held between the dates of March 15 and May 15 at a time and place determined by the board of directors. Other Chapter meetings may be called, as deemed necessary.

*Section 2.* Upon written application of any 10 Chapter members, the Board shall call a Chapter meeting within 30 days.

*Section 3.* At any Chapter meeting, one-half of the total membership roster – or 25 of the Chapter's active members – whichever is less, shall constitute a quorum.

*Section 4.* Notice of a greater Chapter meeting shall be mailed and/or electronically-mailed to each member at least 30 calendar days before the scheduled meeting date.

*Section 5.* Robert's Rules of Order – Revised shall govern all Chapter and Board meetings where its regulations apply, and do not conflict with chapter bylaws.

#### ARTICLE VI – BOARD-OF-DIRECTORS

*Section 1.* Administration of the Chapter shall be vested in a board of directors. The Board shall follow directions or policies adopted by a majority of members voting at a Chapter meeting if not in conflict with chapter bylaws.

*Section 2.* The Board shall consist of the four officers and at least twelve (12), but not more than sixteen (16) non-officer directors.

*Section 3.* Board meetings shall be held at times and places established by the Board or president. A minimum 24-hour notice shall be provided to Board members as to the time and place of any such meeting.

*Section 4.* A quorum shall be defined as 50% *plus* 1 of all active Board members, and must include at least one officer in attendance for business to be conducted.

*Section 5.* One-half of the non-officer Board members shall be elected at each annual meeting to serve for two-year terms commencing on June 1<sup>st</sup> following such meeting. Incumbent directors and officers may be re-elected.

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*Section 6.* In the event of a vacancy on the Board, which drops board membership below the minimum required twelve members, such vacancy may be filled by appointment and 2/3<sup>rd</sup>'s vote, to fill the remainder of the unexpired term.

*Section 7.* Any Board member may be removed from office for unexcused absences from 4 consecutive Board meetings. The absence status (excused, unexcused) shall be determined by the Board based on cause deemed prejudicial to the Chapter's welfare. Removal for cause from Board membership shall require a 2/3<sup>rd</sup>'s vote of Board members voting at a board meeting. Provisions contained in Article IV, Section 9, pertaining to removal of an officer for cause with reference to charges, hearing and suspension shall also apply to removal of a director for cause.

## ARTICLE VII – COMMITTEES

The board of directors may appoint such committee chairs and members as it deems fit, in order to implement chapter objectives.

## ARTICLE VIII – ANNUAL ELECTIONS

*Section 1.* As soon as practical after January 1 of each year, the board shall appoint a nominating committee of 5 persons, at least 2 of whom shall *not* be Board members. The committee shall select a slate of candidates for the offices to be filled at the next annual meeting. The committee shall report its slate to the chapter membership at least 2 weeks before the annual meeting. Additional nominations from the floor may be made at such annual meeting. No person shall be nominated without such person's consent.

*Section 2.* If there are more nominees than offices to be filled, the election as to contested offices shall be done by secret ballot.

*Section 3.* In the election of officers, each member shall vote for one nominee for each office. In the event that no nominee receives a majority of votes cast, the nominee receiving the fewest votes is eliminated and voting is repeated. This process shall continue until one nominee receives a majority of votes cast for that office.

*Section 4.* In the election of directors each member may vote for as many as eight nominees – the eight nominees receiving the largest number of votes shall be elected.

*Section 5.* Those elected shall assume office on June 1 following the annual meeting.

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#### ARTICLE IX – SPECIAL PROVISIONS

*Section 1.* The Chapter may not levy dues or make special assessments. The Chapter may seek funds through contributions or conduct other fund-raising activities as permitted by and in accordance with written ACLU policy.

*Section 2.* The board of directors, subject to the provisions of these bylaws and the regulations of the Illinois affiliate, may appoint lawyer members of the Chapter to be cooperating attorneys who may take cases involving civil liberties issues, without fees except reimbursement of expenses.

*Section 3.* Voting by proxy at any meeting, either Chapter or Board is prohibited.

*Section 4.* Subject to law, the board of directors shall have the power to determine from time-to-time the Chapter's fiscal year. Until otherwise determined by such Board, the Chapter's fiscal year shall run concurrent to the calendar year.

*Section 5.* With majority Board approval, the board of directors may authorize any officer or officers, or agent or agents of the Chapter, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Chapter, and such authority may be general or confined to specific instances.

*Section 6.* The board of directors may designate, in addition to the treasurer, another officer or officers authorized to sign checks, drafts or other orders for the payment of money. In absence of such board designation, such instruments may be signed by the president in the absence or inability to sign of the treasurer.

*Section 7.* All and any books, records, and accounts of this Chapter may be inspected by any member or their agent or attorney for any proper purpose, with reasonable notice.

*Section 8.* Any provision of these bylaws inconsistent with bylaws, directives or regulations of The American Civil Liberties Union or of the Illinois affiliate shall be superseded by such bylaws, directives or regulations, whether now in existence or hereafter adopted.

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**ARTICLE X – AMENDMENT/S**

These bylaws may be amended by a 2/3<sup>rd</sup>'s vote of those present and voting at a greater Chapter meeting, and such amendment shall become effective upon approval by The American Civil Liberties Union of Illinois. The term "amendment" as used herein includes alteration, repeal, and adoption of a new bylaw or new bylaws.

**TRANSITION SCHEDULE**

As to any director elected prior to the effective date of these bylaws, such director shall serve the remainder of the unexpired term notwithstanding the provisions of Article VI, *Section 2*, of these bylaws. After there are no directors elected prior to the effective date of these bylaws, this transition schedule shall cease to be a part of these bylaws.

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