

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026



ILLINOIS EMERGENCY SERVICES
MANAGEMENT ASSOCIATION

Constitution and Bylaws

An Illinois Not for Profit Corporation

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026

Table of Contents

RECORD OF CHANGE	4
ARTICLE I – IDENTITY AND SCOPE OF THE ORGANIZATION	5
ARTICLE II – PURPOSE AND OBJECTIVES	5
Section 1 – Purpose	5
Section 2 – Objectives	6
ARTICLE III – MEMBERSHIP AND DUES.....	6
Section 1 – Membership Classifications	6
Section 2 – Dues and Assessments	7
Section 3 – Removal of Member	7
ARTICLE IV – VOTING RIGHTS	7
Section 1 – Voting Rights	7
Section 2 – Voting Membership	7
Section 3 – Nomination Deadlines.....	8
Section 4 – Proxy and Absentee Voting	8
ARTICLE V – OFFICERS OF THE ASSOCIATION.....	8
Section 1 – Membership	8
Section 2 – Qualifications for Elected and Appointed Offices	9
Section 3 – Method of Selection	10
Section 4 – Term of Office	10
Section 5 – Vacancy in Office	11
Section 6 – Meetings	12
Section 7 – Special Authority	12
Section 8 – Quorum.....	12
Section 9 – Removal of Elected Officer	12
Section 10 – Nominating Committee	13
ARTICLE VI – Duties and Responsibilities	13
Section 1 – President	13

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026

Section 2 – Vice-President	13
Section 3 – Immediate Past President.....	13
Section 4 – Regional Vice-Presidents	13
Section 5 – Secretary	14
Section 6 – Treasurer	14
Section 7 – Sergeant-at-Arms	14
ARTICLE VII – EXECUTIVE BOARD	Error! Bookmark not defined.
Section 1 – Membership	Error! Bookmark not defined.
Section 2 – Meetings	15
Section 3 – Special Authority	16
Section 4 – Quorum.....	16
ARTICLE VIII – COMMITTEES AND COMMISSIONS	16
Section 1 – Appointment of Committees.....	16
Section 2 – Ex-Officio Membership	16
Section 3 – Committee Quorum	16
Section 4 – Types of Committees	16
Section 5 - Committee Composition	17
Section 6 – Commissions	17
ARTICLE IX – MEETINGS OF THE ASSOCIATION MEMBERSHIP	18
Section 1 – Regular Meetings.....	18
Section 2 – Annual Meeting.....	18
Section 3 – Special Meeting	18
Section 4 – Special Elections	18
Section 5 – Quorum.....	18
ARTICLE X – FISCAL RESPONSIBILITY	19
ARTICLE XI – PARLIAMENTARY AUTHORITY	19
ARTICLE XIII – AMENDMENT and REVISION PROCEDURE	19
ARTICLE XIV – REVOCATION	19
ARTICLES XV - MISCELLANEOUS	20
Section 1 – Definitions.....	20

**ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026**

Section 2 – Validity20

ARTICLE XVI – REGIONAL CHARTER21

 Section 1 – Regional Organization21

 Section 2 – Annual Charter Fee21

 Section 3 – Charter Revoked.....21

 Section 4 – Fund Raising.....21

ARTICLE XVII – ASSOCIATION INTELLECTUAL PROPERTY21

ARTICLE XVIII – ADMINISTRATIVE POLICIES AND PROCEDURES21

ARTICLE XIX – EFFECTIVE DATE22

APPROVAL22

RECORD OF CHANGE

Type of Change	Date
Adopted	April 28, 1990
Amended	April 11, 1992
Amended	April 18, 1993
Updated	June 27, 1995
Updated	May 21, 2001
Updated	December 6, 2002
Updated	April 16, 2004
Revised	December 7, 2007
Revised	May 1, 2014
Adopted	September 4, 2014
Adopted	April 28, 2016
Adopted	April 28, 2022
Amended	April 15, 2026

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026

ARTICLE I – IDENTITY AND SCOPE OF THE ORGANIZATION

The organization described in this document is the Illinois Emergency Services Management Association, a non-profit organization incorporated by and under the laws of the State of Illinois. The Association shall consist of representatives of political subdivisions within the state as accorded recognition by the Illinois Emergency Management Agency Act of 1994, or revisions of such Act, and life and honorary members and representatives from the ranks of industrial, commercial and educational institutions as may receive recognition under the Constitution and Bylaws of the Association. Within the territorial limits of the State of Illinois, this Association shall be sectioned into regional or geographical patterns as established by the Illinois Emergency Services Management Association Executive Board as established by the Association Policies and Procedures.

ARTICLE II – PURPOSE AND OBJECTIVES

The broad objectives of the Illinois Emergency Services Management Association are to assist local, county, and regional governments as well as the private sector, and not for profit entities in maintaining effective, efficient, and professional emergency management, disaster management, continuity of operations, and disaster management programs; to be an advocate of the National Incident Management System and Homeland Security Initiatives; and, through research, educational and informational programs, to advance the professional standards of the emergency management field. Within these broad objectives, the Association has as its purposes:

Section 1 – Purpose

- A. To support communities by coordinating and integrating all activities necessary to build, sustain, and improve the capability to mitigate against, prepare for, respond to, and recover from threatened or actual natural disasters, acts of terrorism, or other man-made disasters.

- B. To evaluate and disseminate the common experiences and collective judgment of local EMA/ESDA organizations and those other specialists trained in and responsible for emergency management activities.

- C. To share ideas and/or suggestions based on industry best practices among our members and to make this material available to our members through a variety of media and events.

- D. To provide opportunities for the members to stay aware of new developments and innovations relating to emergency management and related fields.

- E. To promote the professionalism of the field of emergency management by encouraging higher standards for emergency management and related fields as

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026

well as advocating for and engaging in initiatives that advance the professionalism of the field.

F. To promote the Principles of Emergency Management which aim to make the field of emergency management comprehensive, progressive, risk-driven, integrated, collaborative, coordinated, flexible, and professional.

G. To act in concert with and in a professional advisory capacity to other organizations regarding emergency management/preparedness matters.

Section 2 – Objectives

To establish an association for promoting the field of emergency management across public safety, industrial, commercial, and educational organizations and emergency management agencies.

ARTICLE III – MEMBERSHIP AND DUES

Section 1 – Membership Classifications

There shall be six classifications of membership listed as follows:

A. Member – Individuals in local, state, and Federal governments, as well as public safety, health and medical, private industry, educational, military, local emergency response planning and coordination qualify for membership.

B. Honorary – Honorary membership may be awarded to individuals and/or businesses, groups and organizations from private and non-profit sectors for outstanding contributions to the advancement of emergency management/preparedness or distinguished contributions to the advancement of the goals and objectives of the Association.

C. Life – Life membership shall be accorded to each paid member who have been a member for 20 years or more, and; that paid member is no longer associated with a political subdivision in a capacity which may make them eligible for such membership; or those who are Past-Presidents of this Association, having served their term of office, shall be by virtue of their accomplishments be known as Past-Presidents/Life Members. All lifetime memberships must be approved by a majority of the Executive Board.

D. Student - Full time students attending a recognized educational facility, to further their knowledge and pursue a college degree in emergency management /preparedness, emergency services or related fields. This does not include instructors, teachers, consultants, or other educators.

E. Associate: Individuals that are concerned with and are involved with the

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026

emergency management/preparedness program in their discipline.

F. Partner: Commercial, professional, nonprofit, and industrial organizations that support the mission and objectives of the Association.

G. Out-of-State: Individuals residing or employed outside the State of Illinois. Demonstrated professional interest in emergency management, public safety, or related fields. Support of the Association's mission and professional standards.

Section 2 – Dues and Assessments

A. Membership Dues: Membership dues shall be paid annually, in advance in an amount and at a time established by the Executive Board and confirmed by the membership.

B. Special Assessments: Special assessments may be made in a manner prescribed by the Board of Directors with prior approval of membership.

Section 3 – Removal of Member

By two-thirds (2/3) vote of the Executive Board, at an Executive Board meeting or Special Meetings with a quorum present, any member of the Association may be suspended of this membership or terminated for any activity or behavior which may be deemed contrary to the best interest of the Association.

ARTICLE IV – VOTING RIGHTS

Section 1 – Voting Rights

Voting rights for all members are contingent upon meeting and maintaining qualifications for membership and payment of all dues, fees and special assessments.

Section 2 – Voting Membership

Membership shall be accorded voting rights as follows:

A. Member: shall be accorded one (1) full vote per membership.

B. Honorary: shall be considered a non-voting membership.

C. Life: shall be accorded one (1) full vote per membership.

D. Student: shall be accorded one (1) full vote per membership.

E. Associate: shall be considered a non-voting membership.

F. Partner: shall be considered a non-voting membership.

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026

G. Out-of-State: shall be considered a non-voting membership.

Section 3 – Nomination Deadlines

The Nominating Committee shall establish a deadline for nominations for all elected offices. Upon verification of eligibility and certification of candidates, the Nominating Committee shall publish the official candidate slate. Publication of the certified slate shall formally close the nomination process. No additional nominations shall be accepted after the slate is published.

Section 4 – Proxy and Absentee Voting

Voting by proxy shall not be permitted. Any action required by this Constitution and Bylaws to be taken at any annual or special meetings of the members entitled to vote, or any other action which may be taken at a meeting of the members entitled to vote, may be taken by ballot without a meeting in writing by mail, e-mail, or any other electronic means pursuant to which the members entitled to vote thereon are given the opportunity to vote for or against the proposed action, and the action receives approval by a majority of the members casting votes, or such larger number as may be required by sections of the articles of incorporation, or the Constitution and Bylaws, provided that the number of members casting votes may constitute a quorum if such action had been taken at a meeting. Voting must remain open for not less than 5 days from the date the ballot is delivered; provided, however, in the case of a removal of one or more officers, the voting must remain open for not less than 20 days from the date the ballot is delivered. Absentee voting shall be permitted as prescribed in the Association Policies and Procedures.

ARTICLE V – OFFICERS OF THE ASSOCIATION

Section 1 – Membership

The Executive Board shall consist of 20 members, which includes the President, Vice - President, Secretary, Treasurer, Regional Vice -Presidents and the eligible Past Presidents. Past Presidents serving on the Board of Directors as of the 2016 Training Summit shall remain as members of the Board of Directors so long as they hold a paid voting membership. Pursuant to the articles of incorporation, this shall constitute the Board of Directors.

A. Statewide Elected Officers: Officers elected by the voting membership shall be:

1. President
2. Vice-President
3. Secretary
4. Treasurer

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026

B. Regionally Elected Officers: Officers elected by the voting membership within a region shall be:

1. Region 2 Vice -President
2. Region 3 Vice -President
3. Region 4 Vice -President
4. Region 6 Vice -President
5. Region 7 Vice -President
6. Region 8 Vice -President
7. Region 9 Vice -President
8. Region 11 Vice -President

C. Officer Appointed: Officers appointed by the President and with consent by the Executive Board shall be:

1. Sergeant at Arms

2. Officers Elected: If the association cannot hold a General Assembly Meeting to conduct an election of officers, the President may appoint the qualified positions(s) with consent of 2/3 of the executive board until the next election may be held. Appointments shall not extend beyond the term of office unless:

- a. Elections cannot be held due to an emergency or disaster preventing safe gatherings.
- b. President with consent of executive board may schedule a special election of the association pursuant to Article 9 IX, Section 3, 4 and 5 of the Constitution and Bylaws.

D. Officers Ex-Officio: The Immediate Past President shall serve on the Board of Directors in an Ex-Officio role. The Ex-Officio Officer shall be afforded a vote on the Board of Directors and shall count towards a quorum of the Board of Directors.

Section 2 – Qualifications for Elected and Appointed Offices

With the exception of the office of Regional Vice-President, no person may be elected or appointed to an office or continue to hold an elected or appointed office unless they are a member in good standing of the Association and with at least one-year consecutive membership prior to being elected or appointed.

All persons elected or appointed to office shall exhibit qualities of leadership and have an active interest in the Association and emergency management and preparedness program and hold a membership type of “Member.”

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026

Section 3 – Method of Selection

An election shall be held at the Annual Meeting of the Association for the following positions:

A. President: the person holding the Office of Vice-President shall automatically assume the role of President at the Annual Meeting of the Association at the conclusion of their term as Vice-President Elect.

B. Vice-President:

1. Vice-President Elect: the person holding the Office of Vice-President shall automatically be designated as the Vice-President.

2. Vice-President Appointed: in the event of a mid -term Presidential appointment of the Vice - President, the appointed Vice -President must run for and be elected from the open ballot to the Office of President by the membership at the next annual election in accordance with the same procedures for the Vice-Presidential election.

B. Vice-President, Secretary, Treasurer: Not less than ninety (90) days prior to the election date, prospective candidates for office shall place their names and qualifications in the hands of the nominating committee for consideration of placement on the Official Ballot

C. Nomination from the Floor: nomination of additional candidates for the office of Vice- President, Secretary, Treasurer, shall be permitted from the floor in accordance with Article IV, Elections Voting, Section C of Officers in the Policies and Procedures.

D. Regional Vice -Presidents shall be elected by their Region and sworn in by the President. Each region shall certify to the President at least thirty days prior to the Annual Meeting of the Association their selection of Regional Vice-President for the ensuing year.

Regional Vice -Presidents must hold membership from a political subdivision or representation allowed under Membership classifications, located within the region from which they are selected.

Section 4 – Term of Office

A. The term of office for the elected offices of President, Vice -President, Secretary and Treasurer shall be two years and shall commence upon taking the Oath of Office and expire at the swearing-in ceremony.

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026

B. The term of office for each Regional Vice-President shall be two (2) years and shall commence upon taking the Oath of Office and expire at the regional swearing-in ceremony at the conclusion of the second year.

C. Regional Vice-Presidents shall be elected on a staggered basis as follows:

1. Regions 2, 4, 6, and 8 shall elect a Regional Vice-President in even-numbered calendar years.

2. Regions 3, 7, 9, and 11 shall elect a Regional Vice-President in odd-numbered calendar years.

D. Regional Vice-Presidents shall continue to serve until their successors are elected and sworn in, unless the office is vacated or the officer is removed in accordance with this Constitution and Bylaws.

E. Upon completion of Term of Office or Removal from Office, and within thirty (30) days, all accounts, records, materials, and monies properly, the property of the Association, shall be placed in the hands of the Executive Board or the representative thereof.

F. No person, elected or appointed, may hold more than one (1) elected or appointed office at the same time.

Section 5 – Vacancy in Office

Whenever a vacancy occurs in an office of the Association for a reason other than expiration of the Term of Office, the vacancy shall be filled in the following manner:

1. President: if a vacancy occurs in the Office of President, the Vice - President shall assume that office.

2. Vice-President: if a vacancy occurs in the Office of Vice - President, the President shall appoint, with the consent of the Executive Board, a successor to that office who shall serve out the un -expired term.

3. Secretary and Treasurer: if a vacancy occurs in the Office of the Secretary or Treasurer, the President shall appoint, with the consent of the Executive Board, a successor to that office who shall serve out the un -expired term.

4. Immediate Past President: If a vacancy occurs in the office of Immediate Past President the next most Immediate Past President shall assume the position with the consent of the Board of Directors.

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026

5. Regional Vice Presidents: If a vacancy occurs in the Office of a Regional Vice-President, the President shall have the authority to appoint an acting Regional Vice-President until such time that a special election may be arranged. The special election shall be conducted by the regional nominating committee representative. Any appointment made to fill a vacancy in the office of Regional Vice-President shall serve only for the remainder of the unexpired term and shall not alter the established election cycle for that region.

Section 6 – Meetings

A. Regular Board of Directors Meetings: within sixty (60) days following the annual swearing in of Regionally Elected Officers, the Board of Directors shall meet to determine Association Policy for the ensuing year. The Board of Directors shall meet to conduct regular business of the Association at such other times as the President may direct, provided that all Board of Directors Members shall be notified at least ten (10) days in advance of such meetings.

B. Special Board of Directors Meetings: upon a request, by mail or email, of a majority of the elected Officers of the Association, the President shall call a special meeting of the Board. At such meetings, only business as necessitated by the request may be transacted.

Section 7 – Special Authority

If it is impracticable to convene the Board of Directors and circumstances demand that the President act on behalf of the Association, the President may be authorized to do so with the written approval of a quorum of the Board of Directors.

Section 8 – Quorum

At meetings of the Board of Directors, eight (8) Board of Directors members present shall constitute a quorum. Officers of the association may participate in and act at any meeting of the Board of Directors, using a conference telephone or other communications equipment by means of which all persons participating in the meeting may communicate with each other. Participation in such means shall constitute attendance and presence in person at the meeting of the person or persons so participating.

Section 9 – Removal of Elected Officer

An officer may be removed from an office for just cause by 2/3 votes of the members entitled to vote for an officer, present at a Regular Membership Meeting, Annual Membership Meeting or Special Membership Meeting with a quorum present. No officer shall be removed at a meeting of members entitled to vote unless the written notice of such meeting is delivered to all members entitled to vote on the removal of an officer. Such notice shall state that the purpose of the meeting is to vote upon the removal of one or more officers named in the notice. Only those officers named in the notice may be removed at such meetings. For Regional Vice-Presidents, all portions of this section are

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026

applicable, but the members entitled to vote in the ir removal shall only consist of the vote holding members from their region.

This section does not preclude any removal of an officer by other means outlined in the General Not for Profit Act of 1986. This shall be done in accordance with Article I, Administration, Section D, and the Code of Ethics in the Policies and Procedures.

Section 10 – Nominating Committee

With the consent of the Board of Directors, the President shall appoint a Nominating Committee consisting of one (1) voting member from each region and a chairperson chosen from those selected. This Committee shall be appointed at least ninety (90) days prior to election.

ARTICLE VI – Duties and Responsibilities

Section 1 – President

The President shall preside at all meetings of the Association and meetings of the Executive Board, authorize expenditures in accordance with IESMA Executive Board Policy for the Purchase of Equipment and Materials, and perform all the duties incumbent upon an association President. The President shall be in attendance of a minimum of three (3) Executive Board meetings per year. Failure to attend three (3) meetings per year may be grounds to begin the process to remove an elected officer.

Section 2 – Vice-President

In the event of the absence or disability of the President, the Vice-President shall perform all the duties of President. The Vice-President shall be in attendance of a minimum of three (3) Executive Board Meetings per year. Failure to attend three (3) meetings per year may be grounds to begin the process to remove an elected officer.

Section 3 – Immediate Past President

The Immediate Past President shall act as an Ex-Officio Officer on the Executive Board and may preside at meetings of the Association when requested by the President, or Vice-President.

Section 4 – Regional Vice-Presidents

Each Regional Vice-President shall act as a liaison officer between the Association and the members of their respective regions. Each shall serve on the Executive Board and as a representative of the Association in their region in all matters pertaining to the Association, subject to approval of the Executive Board. They shall communicate actions and decisions of the Executive Board regarding their regional members, communicate concerns of the membership to the Executive Board and conduct an annual meeting of their regional membership.

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026

Minutes of the Regional Meetings shall be transmitted to the Secretary for dissemination to the entire Executive Board.

Each Regional Vice -President may designate another member from within their region to represent them as a Delegate at all Executive Board meetings or other functions. The Regional Vice -President must submit a letter, via mail or email, to the President and Executive Board indicating this representative's name, terms of service and authority. This designated member shall be known as the Alternate Regional Vice -President and when authorized by the Regional Vice-President may have all the powers of the Regional Vice-President. In no case may a Regional Vice-President and Delegate Vice-President from the same region vote on matters of the Association at Executive Board meetings. Regional Vice Presidents shall be in attendance of a minimum of three (3) Executive Board Meetings per year.

Section 5 – Secretary

At all meetings of the Association and all meetings of the Executive Board, the Secretary shall keep or cause to be kept accurate records of such proceedings and upon approval of such records place them in a record book. The Secretary shall be in attendance at a minimum of three (3) Executive Board meetings per year.

Section 6 – Treasurer

The Treasurer shall have responsibility for all monies and securities belonging to the Association according to policies and procedures established by the Executive Board shall disburse or direct the disbursement of all Association funds. The Treasurer shall keep, or cause to be kept, accurate accounts of all monies received or disbursed by the Association. At the expiration, or within thirty (30) days of the Term of Office, shall turn over to their successor, or to the Executive Board an audited account of stewardship and all monies and property to the Association. The Treasurer shall be in attendance, at a minimum of three (3) Executive Board meetings per year.

The Treasurer shall be bonded in an amount as established by the Executive Board, but in no event for less than Thirty Thousand Dollars (\$30,000.00).

Section 7 – Sergeant-at-Arms

The duties of the Sergeant-at-Arms shall be as recommended: A Sergeant-at-Arms, who, on the floor of the meeting hall, assists in preserving order as the chair may direct. In a convention or large meeting this officer may have charge of the ushers. He or she may handle certain physical arrangements in the hall as well, such as being responsible in some cases for seeing that the furnishings are in proper order for each meeting.

Upon assignment from the President the Sergeant-at-Arms may also serve as parliamentarian.

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026

Pursuant to the articles of incorporation, this shall constitute the Executive Board.

A. Statewide Elected Officers: Officers elected by the voting membership shall be:

1. President
2. Vice-President
3. Secretary
4. Treasurer

B. Regionally Elected Officers: Officers elected by the voting membership within a region shall be:

1. Region 2 Vice-President
2. Region 3 Vice-President
3. Region 4 Vice-President
4. Region 6 Vice-President
5. Region 7 Vice-President
6. Region 8 Vice-President
7. Region 9 Vice-President
8. Region 11 Vice-President

C. Officers Appointed: Officers appointed by the President and with consent by the Board of Directors are:

Sergeant at Arms

D. Officers Ex -Officio: The Immediate Past President shall serve on the Board of Directors in an Ex-Officio role. The Ex-Officio Officer shall be afforded a vote on the Board of Directors and shall count towards a quorum of the Executive Board.

Section 2 – Meetings

A. Regular Executive Board Meetings: within sixty (60) days following the annual swearing in of Regionally Elected Officers, the Executive Board shall meet to determine Association Policy for the ensuing year. The Executive Board shall meet to conduct regular business of the Association at such other times as the President may direct, provided that all Executive Board Members shall be notified at least ten (10) days in advance of such meetings.

B. Special Executive Board Meetings: upon request, by mail or email of a majority of the elected Officers of the Association, the President shall call a special meeting of the Board. At such meeting only business as necessitated the call may be transacted.

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026

Section 3 – Special Authority

If it is impracticable to convene the Executive Board and circumstances demand that the President act on behalf of the Association, the President may be authorized to do so with the approval of a quorum of the Executive Board.

Section 4 – Quorum

At meetings of the Executive Board, eight (8) Executive Board members present shall constitute a quorum.

Officers of the association may participate in and act at any meeting of the Executive Board using a conference telephone or other communications equipment by means of which all people participating in the meeting may communicate with each other. Participation in such means shall constitute attendance and presence in person at the meeting of the person or persons so participating.

ARTICLE VIII – COMMITTEES AND COMMISSIONS

Section 1 – Appointment of Committees

Committees shall be composed of a minimum of two officers of the Executive Board. A majority of members on a committee shall be officers of the Executive Board at all times. Committee members who are not officers of the Executive Board may be appointed by the President for the purpose that shall best serve the interests of the Association.

Section 2 – Ex-Officio Membership

The President and Vice -President shall be Ex-Officio members of all committees and commissions, except for the Nominating Committee. The Ex-Officio members shall be afforded a vote and shall count towards a quorum when applicable in their roles on the committees and commissions.

Section 3 – Committee Quorum

A majority of any committee shall constitute a quorum, and a majority of committee members present and voting at a meeting at which a quorum is present is necessary for committee action. A committee may act by unanimous consent in writing, by mail or email, without a meeting and, subject to the provisions of the Constitution and Bylaws or action by the board of directors, the committee by majority vote of its members shall determine the time and place of meetings and the notice required, therefore.

Section 4 – Types of Committees

There shall be three (3) types of committees in the Association.

A. Standing Committee: these are continuing committees, established to advise

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026

upon the administrative and organizational affairs of the Association.

B. Special Committees: those committees that are conducted with various aspects of the Emergency Management/Preparedness Programs, rather than the administrative affairs of the Association.

C. Ad-Hoc Committee: these committees may be formed at any time for special purposes or assignment and shall cease to function when their specific task is completed.

Section 5 - Committee Composition

Certain committees shall have defined membership due to the scope of the committee. Those committees include the:

A. Budget Committee:

1. The Budget Committee shall be composed of the President, Vice-President, Secretary, Treasurer, the EMAT Coordinator and one Regional Vice-President appointed by the President.

2. The Treasurer shall present an expenditure report to the committee and shall remain at all Budget Committee meetings to answer the report.

3. The Secretary shall record minutes of every budget committee meeting. In the absence of the Secretary, the President shall assign another committee member to record the minutes.

4. The Budget Committee shall meet prior to the end of the fiscal year to prepare a budget which shall be ratified by the Executive Board at their final Executive Board meeting for the fiscal year.

5. This budget and fiscal year end Treasurer's Report shall be distributed to the membership in the form of an annual report, which shall be published electronically by the end of the fiscal year and shall also be distributed to the membership prior to the annual meeting.

B. EMAT Committee:

1. The Chairman of the Committee shall be chosen by the committee and their recommendation be given to the IESMA President for appointment.

2. The EMAT Committee shall meet regularly to manage and coordinate the operation of the team, overseeing the Illinois Emergency Management Mutual Aid System (IEMMAS) and maintain the EMAT in a constant state of readiness.

Section 6 – Commissions

The Executive Board may create and appoint people to a commission, advisory body or other such body which may or may not have officers as members, which body may not act on behalf of the association or bind it to any action but may

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026

make recommendations to the Executive Board or to the officers. There is no limit on the number of individuals that may serve on a commission. The chairperson for each commission shall be appointed by the President, with the approval of the Executive Board.

ARTICLE IX – MEETINGS OF THE ASSOCIATION MEMBERSHIP

Section 1 – Regular Meetings

The Association Membership shall meet at times and places designated at least one (1) year in advance, and at such times and places as established by the Executive Board at the Annual Meeting of the Association.

Section 2 – Annual Meeting

The first regular Membership Meeting shall be designated as the annual meeting.

Section 3 – Special Meeting

By authority of the President or a majority vote of the Executive Board, a special meeting of the Membership of the Association may be convened for a special limited purpose, such specific limited purpose shall be in the notice of the meeting announcement at least thirty (30) days before the date set for the meeting and published to the Association Membership.

Section 4 – Special Elections

If the Association maynot hold a general membership meeting for the purpose of electing officers at any regularly scheduled meeting, the President with consent of the 2/3 executive board may hold a special election if:

- A. Elections maynot be held due to an emergency or disaster preventing safe gatherings, as determined by the Executive Board.
- B. If elections maynot be held in person, the executive board may elect to allow voting either by mail or through electronic voting.
- C. Voting results shall be reviewed by the nominating committee then submitted to the executive board for review and validation.

Section 5 – Quorum

At any Regular or Special Meetings of the Association, there shall be in attendance, voting delegates representing at least thirty -five (35) votes to constitute a quorum. Mail in and electronic voting pursuant to Article IX, Section 4 shall also require a quorum validated by the nominating committee before submitting it to the executive board. Failure to achieve a quorum shall invalidate the election and a new election shall be held.

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026

ARTICLE X – FISCAL RESPONSIBILITY

The fiscal year of this Association shall be January 1st through December 31st.

No fund-raising activity shall be undertaken by or on behalf of any committee, commission, or regional organization without prior approval of the Executive Board.

ARTICLE XI – PARLIAMENTARY AUTHORITY

Robert's Rule of Order shall be the parliamentary procedures for all matters of procedure not specifically covered by the Constitution and Bylaws, and/or Policies and Procedures of this Association.

ARTICLE XIII – AMENDMENT and REVISION PROCEDURE

These Constitution and Bylaws may be amended or revised by two -thirds (2/3) vote of the eligible members present at any Regular Meeting of the Association, where there is a quorum, provided that notice of such proposed amendments shall be circulated to all association members at least thirty (30) days in advance of said meetings; and, provided further that such notice shall contain a copy of the amendment(s) to be considered. Proposed amendments shall be submitted to the Constitution and Bylaws Committee or the Executive Board at least forty-five (45) days in advance of the Regular Meeting of the Association.

In the event of a Federally Declared Disaster that includes a majority of the counties in the State of Illinois, the Executive Board, subject to approval by not less than a majority of the members of the association voting on the proposal, may adopt emergency bylaws, subject to repeal or change by action of the members of the association at the conclusion of the Federally Declared Disaster. Emergency Bylaws adopted pursuant to this part may contain such provisions as may be deemed practical and necessary for the interim management of the affairs of the corporation, including, without limitation, provisions with respect to the number of officers or members who shall constitute a quorum at a meeting of the Executive Board or the members, the number of votes necessary for action by such board or by the members, the procedure for holding a special election of officers and the procedure for calling and holding meetings of members or the Executive Board.

ARTICLE XIV – REVOCATION

This Constitution and Bylaws revokes the Constitution and Bylaws adopted at the annual meeting of the Association at Springfield, on 28 April 2016, and all subsequent amendments thereto.

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026

ARTICLES XV - MISCELLANEOUS

Section 1 – Definitions

Unless otherwise specifically set forth herein, words and phrases in this Constitution and Bylaws shall have the following meaning:

- A. "Shall" is mandatory and "May" is permissive.
- B. The masculine gender shall include the feminine gender.
- C. "Political Subdivision" means any County, Township, City, Village, or Incorporated Town.
- D. "Emergency Management/Preparedness" as used in this Constitution and Bylaws shall mean all the measures undertaken to minimize the effects of enemy attack or natural disaster, to relieve distress among disaster victims and to aid in the recovery and rehabilitation period after disaster. It shall include such activities as development of appropriate organizational and operational plans; the recruitment and training of personnel; the establishment of systems for warning the public against impending disaster; and the establishment of a system of shelters for protection against the effects of nuclear attack.
- E. "Association" whenever used shall mean the Illinois Emergency Services Management Association (IESMA).
- F. "ESDA" whenever used shall mean Emergency Services and Disaster Agency.
- G. "EMA" whenever used shall mean Emergency Management Agency.
- H. "Executive Board" whenever used shall be inclusive of other names such as "Executive Board", "the Board", "Board of Directors" "Executive Officers", "Elected Officers", "IESMA Leadership", "Officers of the Association", and "Statewide Elected Officers".
- I. "EMAT Coordinator" - The Chairman of the Committee shall also be known as the EMAT Coordinator. The EMAT Coordinator is responsible for the operation and coordination of the EMAT.

Section 2 – Validity

If any provision of this Constitution and Bylaws, or application thereof to any person or circumstances, is held invalid by a court of law, the remainder of these Constitution and Bylaws and the application of its provisions to other people or circumstances shall not be affected thereby.

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026

ARTICLE XVI – REGIONAL CHARTER

Section 1 – Regional Organization

If a Regional Organization, conforming to regional boundaries as established by the Illinois Emergency Services Management Association, Executive Board and provided they have a minimum of ten (10) members and adopt a set of bylaws in harmony with the Illinois Emergency Services Management Association Constitution and Bylaws, a Charter shall be issued by the President with consent of the Executive Board.

Section 2 – Annual Charter Fee

The Executive Board of the Association may authorize an annual charter fee for each Regional Organization upon being issued a charter from the President and may authorize an annual renewal of charter fee.

Section 3 – Charter Revoked

A Regional Charter may be revoked by the Executive Board for failure to maintain minimum membership requirements.

Section 4 – Fund Raising

No fund-raising activity shall be undertaken by or on behalf of any Regional Organization chartered under this Article unless prior approval has been obtained from the Illinois Emergency Services Management Association’s Executive Board.

ARTICLE XVII – ASSOCIATION INTELLECTUAL PROPERTY

The name “Illinois Emergency Services Management Association,” the acronym “IESMA,” the official seal, logo, insignia, and all related marks, designs, and branding elements are the exclusive property of the Association.

The Executive Board shall have the authority to regulate, restrict, license, or prohibit the use of such intellectual property. No individual, member, committee, region, or external entity may use Association intellectual property except as authorized by Policies and Procedures or by written approval of the Executive Board.

The Executive Board may take appropriate action to prevent, or remedy unauthorized or improper use.

ARTICLE XVIII – ADMINISTRATIVE POLICIES AND PROCEDURES

ILLINOIS EMERGENCY SERVICES MANAGEMENT ASSOCIATION
Constitution and Bylaws
April 15, 2026

The Executive Board shall, at its first meeting after this Article is adopted, establish a set of Policies and Procedures which shall be mandatory upon all Officers of this Association in the conduct of Association affairs.

The Policies and Procedures shall establish administrative standards and procedures, and when deemed appropriate, interpret the provision of these Constitution and Bylaws. The Executive Board is empowered to formulate the Policies and Procedures and make changes thereto. Such provisions of the Policies and Procedures shall be drafted so as not to conflict with these Constitution and Bylaws. Policies and Procedures enacted shall become effective by a vote of a simple majority of the Executive Board members present at any regular meeting of the Executive Board or a Special Executive Board Meeting when called for that purpose.

Amendment, changes or deletions to previously enacted Policies and Procedures shall be by two-thirds (2/3) majority vote of members present at any regular or special meeting, by the Executive Board.

ARTICLE XIX – EFFECTIVE DATE

This Constitution and Bylaws shall take effect the day following adjournment of the meeting at which it was adopted.

APPROVAL

Approved by the membership at the annual meeting of the Illinois Emergency Services Management Association on April 15, 2026, in Springfield, Illinois.

This replaces the Constitution and Bylaws adopted April 28, 2022, in Springfield, Illinois and all revisions and amendments thereto.

Chana Ray
Secretary

John Dwyer
President