

MUTUAL AID BOX ALARM SYSTEM ILLINOIS CHAPTER BYLAWS & ELECTIONS COMMITTEE

Memorandum

To: All Illinois MABAS Divisions
From: Bylaws & Elections Committee
Date: January 9, 2025
Subject: Proposed Bylaw Amendments

During 2023, the MABAS-IL Bylaws & Elections Committee reviewed the MABAS-IL Bylaws and proposed amendments to bring the Bylaws into compliance with the new MABAS Intergovernmental Agreement. The proposed amendments were presented to the MABAS Executive Board (69 Divisions) in October 2023. Due to lack of quorum at the October meeting, the Bylaw amendments were tabled until the February 21, 2024 meeting.

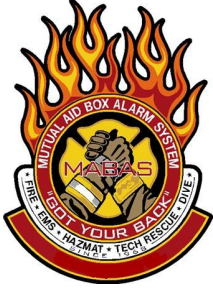
The quorum at the February 2024 meeting voted unanimously to approve the Bylaw amendments. Unfortunately, it was subsequently determined that a “super-majority” of two-thirds of all MABAS-IL Divisions was not present at the meeting, thus the motion to approve the Bylaws technically failed. Super-majority quorums did not exist for the subsequent MABAS Executive Board meetings in 2024.

Approval of the proposed Bylaws has been placed on the February 18, 2025 MABAS-IL Executive Board agenda. This meeting will be held on a Tuesday in conjunction with the annual MABAS Training Summit to be held in Bloomington-Normal. It is essential that a minimum of 46 of the 69 MABAS-IL Divisions (2/3 super-majority) are present and vote to approve the Bylaw amendments.

The proposed Bylaws are attached for reference. There is one notable change in the attached version. It was discovered (overlooked) that the name of the MABAS-IL governing authority changed from the “Executive Board” to the “Chapter Governing Board” in the MABAS Intergovernmental Agreement approved in 2023. The Bylaws have been updated to indicate the chapter formed by our 69 Divisions is overseen by the “MABAS-IL Chapter Governing Board”.

Please make every effort to have an authorized voting representative attend this important meeting on February 18th.

Thank you



MUTUAL AID BOX ALARM SYSTEM ILLINOIS CHAPTER CHAPTER GOVERNING BOARD BYLAWS

Proposed - 2025

Article I NAME:

Mutual Aid Box Alarm System, Illinois Chapter, Chapter Governing Board Bylaws

For the purpose of clarity, and to reduce confusion with other states that have established their own MABAS statewide organizations, the abbreviation MABAS-IL shall be utilized throughout these Bylaws in lieu of Mutual Aid Box Alarm System, Illinois Chapter.

Article II MISSION:

The mission of MABAS-IL is to provide emergency response and capabilities when lives, property or the environment is threatened by manmade, technological or environmental threats by deploying Fire, Emergency Medical Services (EMS), Technical Rescue (TRT), Hazardous Materials (Haz-Mat), Water Rescue (Dive) or other resources as requested by the host agency and/or stricken community. MABAS-IL also seeks to identify, coordinate and implement activities which promote intergovernmental cooperation.

Article III PURPOSE:

To coordinate fire service mutual aid:

1. To encourage the participation of all Illinois based federal, state, local and other non-governmental emergency response organizations; and
2. To encourage the formation of divisions to facilitate the operational mission of MABAS-IL; and
3. To coordinate the deployment of resources with various local, state and federal agencies and/or municipalities; and
4. To manage and administer various grants and to equitably, operationally and strategically assign resources obtained through grants; and
5. To manage the affairs of MABAS-IL; and
6. To establish MABAS-IL guidelines, standards and policy; and
7. To function as an intergovernmental agency in accordance with State statutes.

Article IV GOVERNANCE:

All MABAS-IL Divisions shall adopt bylaws which are in agreement with these Bylaws.

MABAS-IL governance is provided through an organizational structure which includes a Chapter Governing Board, Elected Committee and Functional Staff. The duty of the Chapter Governing Board is to establish policy through a voting process. Division representatives have voting authority. The President, 1st Vice President, 2nd Vice President, Secretary and Treasurer/Comptroller do not have voting authority, with one exception; the President shall vote when a tie exists on a matter as a result of a vote by Division representatives. The duty of the functional staff is to execute the policy as determined by the Chapter Governing Board.

a. The Chapter Governing Board members include:

- President
- 1st Vice President
- 2nd Vice President
- Secretary
- Treasurer/Comptroller
- MABAS-IL Division Representatives

b. An Elected Committee is hereby established, comprised of the President, 1st Vice-President, 2nd Vice-President, Secretary and Treasurer/Comptroller. The Elected Committee shall execute the policies of MABAS, manage the Functional Staff, and oversee the routine business of MABAS-IL.

c. The Elected Committee is empowered through policy to establish a functional staff as necessary. The duty of the functional staff is to manage the routine operations and mission of MABAS-IL.

d. The President may:

- Establish Standing Committees
- Establish Task Groups
- Make individual assignments, hire consultants and project coordinators.
- Execute approved contracts, grant agreements and amendments, defining professional services and deliverables in accordance with purchasing processes and procedures.

e. The MABAS-IL Chapter Governing Board shall:

- Adopt an organizational chart which reflects the requirements of these Bylaws.
- Adopt policies as necessary that are consistent with these Bylaws and the MABAS Intergovernmental Agreement.

- f. A Division shall:
- Have an Executive Board.
 - Be made up of Member Units in a geographic area as accepted and approved by the MABAS-IL Chapter Governing Board.
 - Follow the guidelines set forth by the MABAS-IL Chapter Governing Board.

Article V TERMS OF OFFICE, CONDITIONS AND SUCCESSION

The Chapter Governing Board President, 1st Vice President, 2nd Vice President, Secretary and Treasurer/Comptroller must be pre-qualified to be considered for a Board position. An endorsement from their primary division, a statement of personal qualifications, and, when applicable, a letter of approval from their direct supervisor in their home organization are pre-qualifications to be nominated for these positions.

Terms of office are as follows:

- President – Three-year term.
- 1st Vice President – Three-year term staggered from the President's election cycle.
- 2nd Vice President – Three-year term staggered from the election cycles of the President and 1st Vice President.
- Secretary – Three-year term elected concurrently with the 1st Vice President.
- Treasurer/Comptroller – Three-year term elected concurrently with the 2nd Vice President.

MABAS-IL elected Board members may be elected to successive terms.

The Chapter Governing Board President, 1st Vice President, 2nd Vice President, Secretary and Treasurer/Comptroller may not simultaneously hold a compensated position as a Functional Staff member.

In the event that any elected Board member described herein is elected to a different Chapter Governing Board office or becomes incapacitated, vacates the position or refuses to serve, duties shall be assumed by another elected Board member until the next Chapter Governing Board election. The President shall appoint another elected Board member to assume the responsibilities of the vacant position. In the event the office of President becomes vacant, the following order of succession shall occur:

1st Vice President, then 2nd Vice President, then Secretary,
then Treasurer/Comptroller

In the event that two or more elected positions become vacant, a special election shall be held to fill the vacancies.

Persons elected to fill a vacant position shall serve the remainder of the original unexpired term.

Article VI MEETING SCHEDULE AND AGENDA:

The MABAS-IL Chapter Governing Board shall meet at such times and dates as established by the Elected Committee. In no case shall the Chapter Governing Board meet fewer than three times per year.

MABAS-IL shall comply with the terms and conditions for public meetings as established by the Illinois Open Meetings Act (5 ILCS 120/1 et. seq.).

Notice of all MABAS-IL Chapter Governing Board meetings shall be provided electronically to all MABAS-IL Divisions with sufficient time to permit meeting attendance necessary to establish a quorum and shall include the agenda for the meeting.

Article VII REPRESENTATION, DISPUTES AND PROTECTIONS:

A minimum of one-third (1/3) of all divisions of MABAS-IL shall be represented at a meeting to constitute a quorum. Each Division shall elect or appoint a representative from their Member Units to the Chapter Governing Board in accordance with the Division's bylaws, who shall serve as the voting representative of their Division on MABAS matters. Approval of all motions shall require an affirmative vote of a majority of the Divisions represented.

The MABAS-IL Chapter Governing Board may vote to suspend the voting rights of a Division that has failed to pay dues for the prior calendar year. In addition, the Elected Committee may impose sanctions on a delinquent Division including, but not limited to, demanding the return of MABAS vehicles or assigned assets, refuse training reimbursement payments or other privileges afforded to fully paid Divisions.

The President of the MABAS-IL Chapter Governing Board may initiate a fact finding and mediation process when matters of dispute arise between or among MABAS-IL Divisions or MABAS-IL departments. Fact finding and mediation are limited in scope to disputes which have a direct relationship with MABAS-IL practices, procedures and the like. The President shall not have enforcement or compliance authority in matters of dispute between Divisions or departments. The President does have the administrative authority to place local political subdivisions on written notice when a local dispute has deadlocked and mediation attempts have failed to resolve the dispute.

The mediation and fact-finding process will include a President's appointment of three fire chiefs who are not involved in the dispute, who will seek resolution between the parties. Their duties shall include fact finding, mediation techniques, and negotiations as needed. The three fire chiefs are responsible for a report to the MABAS-IL Chapter Governing Board President.

Article VIII DUES, COMPENSATION AND BUDGETS:

The MABAS-IL Chapter Governing Board shall:

- Adopt financial and purchasing policies, procedures, and practices which comply with good tracking, accounting and ethical practices.
- Annually collect dues from member Divisions and shall approve any change to the established dues schedule for the subsequent calendar year.
- Adopt an annual budget for all non-grant funds at the first meeting of a new calendar year.
- Require all revenues, expenses and funds associated with various grant sources be utilized in accordance with grant requirements and grantor approvals.
- Indemnify itself through insurance or bonds as it deems necessary for the good of the organization.

Article IX AMENDMENTS:

These Bylaws, or any section or provision thereof, may be amended, rescinded or expanded by approval by a two-thirds (2/3) vote of all member Divisions of MABAS-IL during a regular or special Chapter Governing Board meeting. Bylaws may be amended by following one of the two processes prescribed below:

- A. The Bylaws & Elections Committee shall periodically review the Bylaws.
1. The Bylaws & Elections Committee shall distribute proposed bylaw amendment(s) to all member Divisions for a minimum of ninety (90) days for a formal review and comment period. During this comment period, Divisions may make formal comments to the Committee regarding the proposed change(s).
 2. The Bylaws & Elections Committee shall review any comments received, and formalize the proposed amendment(s).
 3. The final proposed amendment(s) shall be distributed to all member Divisions a minimum of sixty (60) days prior to the matter being called for formal action at a regular or special meeting of the Chapter Governing Board.

- B. Proposed changes to the Bylaws may be presented by a member Division. The proposed change must be on Division letterhead, signed by the Division Executive Board, and delivered electronically to the MABAS-IL main office for proper distribution.
1. The proposed Bylaw amendment(s) shall be distributed to all member Divisions for a minimum of ninety (90) days for a formal review and comment period. During this comment period, Divisions may make formal comments to the Elections & Bylaw Committee regarding the proposed change(s).
 2. The Bylaws & Elections Committee shall review the proposal to check for duplication or conflict with another bylaw or the MABAS Intergovernmental Agreement.
 3. The Bylaws & Elections Committee shall review any comments received and forward said comments, as well as the Committee's comments, and the proposed amendment(s) to all member Divisions a minimum of sixty (60) days prior to the matter being called for action at a regular or special meeting of the Chapter Governing Board.
 4. The Division(s) proposing amendment(s) shall present their proposal(s) to the Chapter Governing Board at the meeting where the item is called for action, and field questions from the other Divisions present. Formal action shall be taken by the Chapter Governing Board at the conclusion of the presentation and comments.

Article X Date of Effect and Amendments

These Bylaws shall become effective upon their passage at a regular or special Chapter Governing Board meeting. Said meeting was held on, and the Bylaws approved, this _____ day of _____ 2025.

Ayes: Divisions

Nays: Divisions

Record of Amendment(s):

Section:	Date Amended:	Summary of Amendment:
Entire Document	proposed	Change Name of "Executive Board" to "Chapter Governing Board"
Article I	proposed	Name changed to "Illinois Chapter".
Article II	proposed	Deleted words "statewide" and "special operations".
Article III, 1	proposed	Included federal, state and non-governmental emergency response organizations as "member units."
Article IV, e	proposed	Deleted "-IL" from IGA name.
Article IV, f	proposed	Replaced "fire departments" with "Member Units".
Article V	proposed	Replaced "hold" with "be considered for" (1 st paragraph).
Article V	proposed	Added "is elected to a different Executive Committee office or becomes" (5 th paragraph).
Article V	proposed	Deleted the word "President" in the order of succession for the office of President (6 th paragraph).
Article V	proposed	Changed "an" to "two or more" and deleted "at the next MABAS-IL Executive Board meeting" (7 th paragraph).
Article VII	proposed	Changed definition of divisional representative to the Executive Board to a process determined by divisional bylaws. (1 st paragraph)
Article VII	proposed	Replaced "Such matters of dispute" with "Fact finding and mediation". Replaced "and" with "to disputes which". (3 rd paragraph)
Article VII	proposed	Replaced "resolve" with "resolution" (4 th paragraph).
Article IX	proposed	Replaced "the" with "all" to clarify that bylaw amendments require a 2/3 vote of all Divisions, not 2/3 of a meeting quorum. (1 st paragraph)
Article IX, B, 3	proposed	Added "as well as the Committee's comments," to the process.