



Constitution and By-Laws of the Illinois Association of Regional Superintendents of Schools

Provisions for Organization and Operation Adopted December, 1944:
*Amended December, 1957; August, 1958; August, 1963; December, 1969;
August, 1974; July, 1979; September 22, 1982; April 26, 1988; July 14, 1988;
September 29, 1988; November 25, 1997; March 5, 2009; May 10, 2011; October
5, 2013, May 1, 2015, September 16, 2020.*

I. **NAME:**

The name of this organization is the Illinois Association of Regional Superintendents of Schools.

II. **PURPOSE**

The purpose of this association is to support the roles of the Regional Superintendents of Schools, Assistant Regional Superintendents of Schools, Directors of Intermediate Service Centers, Assistant Directors of Intermediate Service Centers and of Regional Offices of Education and Intermediate Service Centers in Illinois, personally and professionally in their efforts to promote quality education for the citizens of Illinois, to provide educational leadership, to impact public policy, and to deliver educational services effectively for the benefit of Illinois school districts, other educational entities, school children and educational system clients of all ages.

III. **MEMBERS**

There shall be classes of membership: Primary Members, Associate Members and Affiliate Members.

A. **Primary Members**

Primary Members shall include all Superintendents and Assistant Superintendents of statutorily constituted Regional Offices of Education (ROEs) in Illinois and Directors and Assistant Directors of Intermediate Service Centers (ISCs), upon payment of dues or upon receipt by the Treasurer of a pledge that said dues will be paid by February 1, during the fiscal year to which the dues payment is to be applied. Only Primary Members shall be permitted to cast votes at any membership meeting or any committee meeting of the association.

B. **Associate Members**

Associate Members will include all employees of Regional Offices of Education and Intermediate Service Centers upon payment of dues

C. **Affiliate Members**

Affiliate Members shall include all individuals or corporations, which meet criteria established by the Executive Committee of the

association and approved as association policy by the voting members of the association.

IV. **DUES AND ASSESSMENT**

A. Dues

The amount of the annual dues for Primary Members shall be the amount in effect at the time of ratification of this constitution. The amount of the annual dues for Primary Members may be adjusted by the Executive Committee and shall take effect upon ratification by a vote of two thirds of the total membership at either the annual meeting or at any membership meeting of which all voting Primary Members have been notified at least thirty days in advance that the setting of a dues rate shall be considered. Dues for all other classes of members shall be established and adjusted by a majority vote of the Primary Members.

B. Assessments

Special assessments may be established by the Executive Committee and shall take effect upon ratification by a vote of two thirds of the total membership at either the annual meeting or at any membership meeting of which all voting Primary Members have been notified at least thirty days in advance that the imposition of a special assessment shall be considered.

V. **MEMBERSHIP MEETINGS**

A. Primary Members

1. Scheduled Meetings

There shall be an annual meeting of the Primary Members of the Association at a time and place designated by the President or board designee and announced to the Primary Members at least 30 days in advance. At the annual meeting, the President or board designee shall notify the membership of the dates and locations of other meetings for the ensuing year.

2. Special Meetings

A special meeting of the Primary Members may be called by the president or upon written notice filed with the president by no fewer than ten Primary Members. All Primary Members must be notified of any special meeting at least three business days in advance. Such notification shall include a description of the business items for which a special meeting is called, and no business other than the items specified in advance shall be conducted at a special meeting.

3. Presiding Officer

The President shall preside at all meetings of the Primary Members. In his or her absence, a Vice-President appointed by the President shall preside. In their absence, the Secretary shall preside. In the absence of all of the above officers, the Treasurer shall preside.

4. Participation

All Primary Members shall be invited to attend and participate in all membership meetings of the association. The President may declare a meeting open only to Primary Members.

5. Voting

The casting of all votes, other than those specifically noted in this document, shall be conducted in a manner established by the Executive Committee and that method or those methods of voting shall become association policy. All Primary Members shall be entitled to cast one vote each on any question.

6. Voting by Proxy

Voting by proxy shall be permitted. No proxy shall be valid unless it is held by a Primary Member and unless the meeting for which it is given has been specified. The form of the proxy vote authorization shall be established by the Executive Committee and shall become association policy.

7. Quorum

A quorum of any membership meeting shall be at least 50% plus one of the Primary Members. Proxy votes may not be counted in establishing a quorum.

8. Powers

Except as may be otherwise provided in this constitution, in the Articles of Incorporation of the Association or by applicable law, a majority of a properly constituted quorum may decide any question of association business.

9. Agendas

Except as may be otherwise provided in this constitution, the President shall establish the agenda for any meeting of the Primary Membership. Agenda items may be added, modified in substance or order, or deleted by a two-thirds vote of the membership in a meeting in which a quorum is present.

B. Meetings of other Classes of Membership

All meetings of other classes of membership will be open to any Primary Member.

VI. **Governance**

A. Officers

The officers of the association shall be the President, Vice Presidents, Secretary and Treasurer.

B. Election of Officers

Officers shall be elected for a two year term by the Primary Members of the association at a meeting held in May, June, or July. A slate of candidates for officers of the association shall be presented by the Nominating Committee. Candidates can also be nominated from the floor. Primary Members interested in being an officer of the association should notify the chairman of the Nominating Committee, in writing by March 1st.

1. President

The President shall be directly elected by the Primary Members on the recommendation of the Nominating Committee or as a candidate nominated from the floor at the biennial election of officers. No one may serve more than four consecutive years as President.

2. Vice Presidents

Three Vice Presidents (one representing Areas I and II, one representing Areas III and IV, and one representing Areas V and VI) shall be directly elected by the Primary Members, either on the recommendation of the Nominating Committee or as candidates nominated from the floor at the biennial election of officers. No one may serve more than two consecutive years as a Vice President.

3. Secretary

The secretary shall be directly elected by the Primary Members either on the recommendation of the Nominating Committee or as a candidate nominated from the floor at the biennial election of officers. The secretary may serve multiple consecutive terms.

4. Treasurer

The Treasurer shall be directly elected by the Primary Members either on the recommendation of the Nominating Committee or as a candidate nominated from the floor at the biennial election of officers. The Treasurer may serve multiple consecutive terms.

5. Vacancies

a. A vacancy, other than the presidency, of an elected office shall be filled by the Executive Committee within thirty days. Officers so appointed shall preside until the next regularly scheduled election.

b. In the event of simultaneous vacancies in the offices of President and all Vice Presidents, the Secretary shall preside at a special meeting within thirty days to select a President and Vice Presidents who shall preside until the next regularly scheduled election.

6. Removal of an Officer

For willful or wanton failure to perform official duties or follow prescribed policies and procedures, any Executive Committee member may be removed by a two-thirds (2/3) vote of those primary members voting at a membership meeting, scheduled or special, when a majority of the membership is present. Such recall election will be conducted by the Executive Committee Members not included in the proposed recall upon receipt of a petition stating the specific grounds of the recall and containing the signatures (ink or electronic) of fifty (50) percent plus one (1) of the membership

C. Duties of Officers

1. President

The President shall preside over all meetings of the Primary Members, shall act as Chairman of the Executive Committee, shall appoint the chair

of standing committees and shall appoint the chair and membership of ad hoc committees. The President has the authority to spend up to \$5000 toward any IARSS initiative, any higher amounts must require Executive Board approval. The President shall function as Chief Executive Officer, acting on behalf of the association between scheduled and special meetings of the Primary Members or the Executive Committee, and shall exercise other authority as may be conferred by the Executive Committee.

2. Vice Presidents

One of the Vice Presidents, at the direction of the President, shall preside over all meetings of the Primary Members and act as Chairman of the Executive Committee in the absence of the President. The office of Vice President shall exercise any other authority as may be delegated by the President or conferred by the Executive Committee. In the event of a vacancy in the office of the presidency, a current Vice-President shall be (elected/appointed) by the Executive Committee to assume the office of President until the next regularly scheduled election. Should a current Vice-President be (elected/appointed) to the office of President, the Executive Committee shall seek nominations to fill the Vice President vacancy from the affected Areas and shall be empowered to fill the vacancy from the nominations received.

3. Secretary

The Secretary shall record, keep and distribute the minutes of all meetings of the Primary Membership and the Executive Committee and shall be the final authority on previous actions of both. The Secretary shall chair the Constitution and Bylaws Standing Committee and shall perform other duties for the association as required.

4. Treasurer

The Treasurer shall keep all association financial records, submit them for the type of audit as directed annually by the Executive Committee, present them to the Executive Committee annually, and provide the membership with periodic reports of the financial status of the association. The Treasurer shall collect dues and special assessments, pay bills and perform other duties for the association as required. The Treasurer shall chair the Association Budget Standing Committee.

D. IARSS Employment

The Association may employ or engage the services of the individuals or businesses to serve in a capacity as determined by the Executive Committee and will report to the President and will exercise only the authority delegated as such by the President or the Executive Committee. With the concurrence of a majority of the Executive Committee, the President may terminate employment of persons with proper notice.

VII. AREAS

A. Establishment of Areas

In order to insure geographic representation on the association's committees and in its activities, the State of Illinois is divided by regions into six Areas, each consisting of the regions in them as of the date of adoption of the Constitution.

B. Detachment and Annexation

A Regional Office of Education or Intermediate Service Center may be detached from an area and annexed to another area to which it is contiguous when the Regional Superintendent of Schools or Director of Intermediate Service Center requests such detachment and annexation, and it is approved by a majority vote of the primary members of each of the two Areas in regular meeting and by a majority of the primary membership of IARSS. The detachment and annexation shall take effect the following July 1st.

C. Area Chairpersons and Vice Chairpersons

Each area shall select, in May one of its Superintendents or Assistant Superintendents of a Regional Office of Education or Director or Assistant Director of Intermediate Service Center as Chairperson and one of its Superintendents or Assistant Superintendents of a Regional Office of Education or Director or Assistant Director of Intermediate Service Center as Vice Chairperson to serve for one year beginning at the annual meeting in July.

VIII. **EXECUTIVE COMMITTEE**

A. Membership

The Executive Committee shall be made up of the officers, the most recent active immediate Past President, and one Area Chair elected from each of the six Areas.

B. Executive Powers

The Executive Committee shall exercise all authority granted in this constitution and all authority of the Primary Membership of the association, except any authority that may be explicitly restricted to the Primary Membership in this constitution, Articles of Incorporation or any applicable law.

C. Quorum

A quorum of the Executive Committee shall be seven members present and voting.

D. Proxy Vote

Voting by proxy shall be permitted for the business of the Executive Committee. No proxy shall be valid unless it is held for a Primary Member and unless the meeting for which it is given has been specified. The form of proxy vote authorization shall be established by the Executive Committee and shall become association policy.

E. Executive Committee Meetings

The Executive Committee shall meet on a schedule established by the president, but not less than four times per year. Meetings of the Executive Committee may be called by three members of the Executive Committee.

IX. **COMMITTEES**

A. Standing Committees

In addition to the Executive Committee, there shall be the following Standing Committees of the association, comprised of at least one member from each of the six Areas.

1. Constitution and Bylaws - Chaired by the Secretary. This committee shall

meet at least annually to review the Constitution and Bylaws of the Association and make recommendations for change to the Executive Committee.

2. Association Budget and Finance - Chaired by the Treasurer. This committee shall meet as necessary to develop the Association budget and make fiscal recommendations to the Executive Committee. This committee shall be responsible for facilitating an annual audit of the association's finances.
3. Legislation - Co-chaired by Primary Members appointed by the President of the Association. This committee shall meet at least annually to carry on lobbying efforts in conjunction with the Association's Strategic Plan.
4. Necrology - Chaired by a Primary Member appointed by the President of the Association. This committee shall meet at least annually to plan for the presentation of the memorials that are presented at the annual meeting.
5. Nominating - Chaired by the Immediate past President of the Association. The members of this committee shall be the six Area Chairmen. This committee shall meet at least annually to develop a slate of officers for the annual meeting.

B. ROE Committees

The ROE Committees will be authorized by the Executive Committee on an annual basis. These committees shall be comprised of a minimum of one Primary Member from each of the six Areas, appointed by the Area Chairman. These committees should schedule meetings in conjunction with and immediately preceding the IARSS business meeting. The chairs of these committees shall be appointed by the President.

C. Ad Hoc Committees (Time Sensitive)

The President and/or the Executive Committee may establish other committees to study issues and to recommend action.

D. Representing The Association

Primary Members may be asked by the President to represent the Association on a statewide committee or panel, testify to a legislative committee, or act as a liaison to other professional education organizations. Members serving in these roles shall seek direction from the Association President who will develop the positions of the Association with the Executive Committee and/or the appropriate Standing Committees. At no time shall a Member representing the Association present a platform contrary to the Association's objective, and at no time shall a member purport to represent the Association without express approval/direction from the President. Members who represent the Association shall report to the Executive Committee on activities regularly as directed.

AMENDMENTS

These provisions may be amended after a 30 day notice of amendment change prior to a vote, by an electronic, mailed or regular ballot authorized by the Executive Committee requiring a three-

fifths vote by those members voting or a majority of the total membership, whichever is less.

PARLIAMENTARY PROCEDURE

The Association shall conduct business according to its Constitution and Policies and shall defer to Roberts' Rules of Order as a guideline for parliamentary procedure in Areas not covered.

RATIFICATION

This Constitution becomes effective when three fifths of the primary members vote, by electronic, mailed or regular ballot, to ratify it.

