

**ILLINOIS SECTION**  
**AMERICAN SOCIETY OF CIVIL ENGINEERS**  
**BYLAWS**

As revised 06/07/2021

**Article I. Management**

- Section I.01 The Board of Directors shall consist of those as defined by the Constitution.
- Section I.02 The Board of Directors shall maintain the Illinois Section Manual of Operations, describing the workings of the Illinois Section, the Board of Directors, and subsidiary organizations. The Board of Directors may employ an Executive Secretary to assist in the dispensation of its duties.

**Article II. Officers, Term and Vacancies**

- Section II.01 The term of office of the Past President, President and President-Elect shall be one year. The term of office for all other Officers shall be two years.
- Section II.02 The term of the incoming Officers shall begin at the close of the Annual Meeting.
- Section II.03 The President shall not be elected, rather, the President-Elect shall automatically assume the office of the President following completion of his/her term as President-Elect.
- Section II.04 A President-Elect shall be elected each year.
- Section II.05 Three Directors and the Treasurer shall be elected in each odd-numbered year.
- Section II.06 Three Directors and the Secretary shall be elected in each even-numbered year.
- Section II.07 No Officer shall serve more than two consecutive terms in the same position.
- Section II.08 A vacancy in the office of President shall be filled by the President-Elect. Other Officer vacancies shall be filled by a vote by the Board of Directors. Appointees to such vacancies shall hold office only until the election of a successor at the next regular election.
- Section II.09 Any Officer of the Illinois Section who is absent for three consecutive meetings without cause shall be deemed to have resigned.

**Article III. Nomination and Election of Officers**

- Section III.01 Nominating Procedure
- (a) The Nominating Committee shall be formed as defined in Article VII.
  - (b) The Nominating Committee shall make nominations for each elective office due for election in the given year as defined in Article II. No member of the Committee shall be eligible for nomination by the committee.
  - (c) The Nominating Committee shall be assembled by May 15.
  - (d) The Committee shall meet and select candidates no later than May 31.
  - (e) The Committee shall prepare a report to the Board no later than the June board meeting for approval.
  - (f) The list of Board approved nominees shall be made public by June 30, or three months prior to the Annual Meeting.
  - (g) Petitions to file additional nominations shall be received by the Secretary no later than July 15, or two months prior to the Annual Meeting; shall be signed by no less than 15 Active Members of the Section; and the proposed nominee shall fulfill the requirements of the position as outlined in the ASCE IL Section Manual of Operations. The Board of Directors shall determine if the petition is valid.
- Section III.02 Election Procedure
- (a) Should there be no petitions filed for additional nominations by July 15, the Board of Directors shall declare the nominees for the non-contested offices elected.

- (b) Should a valid petition for additional nominations be filed and validated, the ballot bearing the names of those nominated for the contested office shall be provided to all Active Members of record not less than 30 days prior to the Annual Meeting.
- (c) In order to be valid, ballots received shall be returned to the Secretary. A ballot may be withdrawn by the voter and substituted by another at any time before the polls close as outlined in Section III.02(d).
- (d) The polls close at 12:00 Noon on the tenth (10) day preceding the Annual Meeting. The ballots shall be counted by no less than three Tellers appointed by the President. The candidate receiving the largest number of votes shall be declared elected. In case of a tie for any office, the Nominating Committee shall elect the officer from among the tied.

## Article IV. Meetings

- Section IV.01 Presence of a majority of the Board of Directors shall constitute a quorum for transacting business at a meeting of the Section.
- Section IV.02 Each member of the Board of Directors shall have a single vote on all matters of business conducted on behalf of the Illinois Section. Once quorum has been established, a majority of voting members present at a meeting shall be required to pass any motion except as otherwise prescribed herein.
- Section IV.03 All meetings of the Illinois Section shall be governed by Robert's Rules of Order, Revised, except as provided in the Constitution and Bylaws.
- Section IV.04 The Executive Committee has the authority to call Special Meetings as needed to further the goals and objectives of the Illinois Section.

## Article V. Dues and Finances

- Section V.01 The annual dues shall be set forth as follows:
  - (a) Student Member: \$00.00
  - (b) Member: \$30.00
  - (c) Affiliate Member: \$30.00
  - (d) Associate Member: \$30.00
  - (e) Fellow Member: \$30.00
  - (f) Life Member: \$00.00
  - (g) Distinguished Member: \$00.00
- Section V.02 The Treasurer shall submit a budget to the Board of Directors on or before December 1 of each Calendar year and the budget as approved by the Board shall be available upon request by any Active Member.

## Article VI. Subsidiary Organizations

- Section VI.01 Subsidiary organizations may be formed within the Illinois Section to facilitate the carrying out of the objectives of the Illinois Section and/or the Society, to promote interest in the Society, and to provide members of the Section a better opportunity for participation in Illinois Section activities.
- Section VI.02 Formation of subsidiary organizations shall be subject to approval of the Illinois Section Board of Directors and Society guidelines. Bylaws of subsidiary organizations shall be approved by the Illinois Section before becoming effective.
- Section VI.03 Subsidiary organizations may be, but are not limited to, Branches, Younger Member Forums/Groups, Technical Institutes or Groups. Names of Subsidiary organizations shall be set forth in Policy and Procedures of the American Society of Civil Engineers.
- Section VI.04 Any member of the Illinois Section may form a subsidiary organization upon petition to the Board of Directors, signed by twenty other active members. Membership and the right to vote shall be limited to Active Members of the Illinois Section. Persons who are not ASCE members may affiliate with subsidiary organizations and participate in their activities.
- Section VI.05 Subject to the approval of the Illinois Section Board of Directors, each subsidiary organization may establish its own separate dues schedule. Any subsidiary organization may maintain a separate treasury, provided that all funds of each subsidiary organization shall be held in one treasury. Subsidiary organizations shall substantiate any request for funds from the Illinois Section Board of Directors.

- Section VI.06 Officers and Committee Chairs of subsidiary organizations shall be Active Members of the Illinois Section. Subsidiary Organizations shall be structured as prescribed in their respective bylaws. Elections of office for Subsidiary Organizations shall parallel the elections of the Illinois Section.
- Section VI.07 The scope of activities of each subsidiary organization shall be limited to the stated purpose of the organization.
- Section VI.08 Each organization shall hold a minimum of six events per year. Any subsidiary organization that does not maintain the minimum activity level for two successive years shall be considered disbanded pending a vote by the Illinois Section Board of Directors. Assets of disbanded subsidiary organization shall be assumed by the Illinois Section.
- Section VI.09 An annual report of activities, including a complete financial report, shall be made to the Illinois Section Board of Directors by each Subsidiary Organization, and general reports describing the ongoing activities of the Subsidiary Organization shall be made at each Regular Meeting.
- Section VI.10 No public statements or press releases shall be released by the Subsidiary Organization without prior review and approval by the Illinois Section Board of Directors.
- Section VI.11 All Subsidiary Organizations shall conform to, and be governed by, the Illinois Section Constitution and Bylaws.

## Article VII. Committees

- Section VII.01 The Board of Directors shall have an Executive Committee, comprised of the President, President-Elect, Past-President, Secretary, and Treasurer. The Executive Committee shall serve to advise the Board of Directors. The Executive Committee shall be empowered to make time-sensitive decisions that may occur between Regular Meetings, subject to approval by the Illinois Section Board of Directors at the next regularly scheduled meeting.
- Section VII.02 The Illinois Section Board of Directors shall have Standing Committees to support ongoing activities of the Illinois Section. Standing Committees may only be formed or dissolved by amendment of these bylaws. The Illinois Section shall have the following standing committees:
- (a) Annual Dinner
  - (b) Communications and Website
  - (c) Diversity and Inclusion
  - (d) Engineers without Borders
  - (e) Finance
  - (f) Government Relations
  - (g) Membership
  - (h) Special Events
  - (i) Spring Dinner
  - (j) Student Outreach
  - (k) Sustainability
  - (l) Infrastructure Report Card
- Section VII.03 The Board of Directors shall have a Nominating Committee to select nominees for each office as prescribed in Article III. The Nominating Committee shall be appointed by the President no later than May 15 of each year.
- (a) The Chair of the Nominating Committee shall be the current President as defined in the Constitution.
  - (b) A Past-President as defined in the Constitution shall be part of the Nominating Committee.
  - (c) Minimum of two members shall be selected from the list of most recently elected Directors.
  - (d) Three or more members shall be selected from the Active Members of the Illinois Section, at least one of whom shall be an Associate Member.
- Section VII.04 The Board of Directors may have Exploratory Committees, which may be formed and created by majority vote of the Board of Directors. Exploratory committees shall serve to investigate the feasibility of forming a new Subsidiary Organization. The existence of an Exploratory Committee must be reaffirmed annually at the Annual Meeting until such time as it may be dissolved by majority vote of the Illinois Section Board of Directors or converted to a Subsidiary Organization.

- Section VII.05 The Illinois Section Board of Directors may have Task Committees, which may be formed and created at the direction of the President or by majority vote of the Illinois Section Board of Directors to serve the immediate needs of the Illinois Section Board of Directors. The purpose of each task committee shall be defined upon creation. The existence of a Task Committee must be reaffirmed annually at the Annual Meeting until such time as it may be dissolved by majority vote of the Illinois Section Board of Directors.
- Section VII.06 The general tasks and duties of each committee shall be recorded in an Illinois Section Manual of Operations.
- Section VII.07 Each committee shall report to and be responsible to Board of Directors.
- Section VII.08 Chairpersons (Chairs) of each Committee shall be Active Members, appointed by the Board of Directors, except as otherwise prescribed herein. Officers may serve as Chairs for the Committees at their sole discretion. The Chair shall hold responsibility for completion of all tasks and duties to fulfill the established goals of the respective committee. The term of office for each Chair shall correspond with the term of office and be subject to the same requirements as that of the Officers, excepting that term limits shall not apply to Chairs.
- Section VII.09 Chairs shall have the authority, in consultation with the Officers, to create subcommittees to better dispense of the committees' duties and select their chairs, subject to the approval of the Board of Directors.
- Section VII.10 Committee members should be Active Members. At his/her discretion, the Chair, in consultation with the Officers, may invite a non-Active Member to committee membership, subject to approval by the Board of Directors.
- Section VII.11 The President and Executive Secretary shall serve as ex officio members of all committees.
- Section VII.12 The Chair may select any number of committee members to assist in the accomplishment of the committee's goals, except as prescribed herein.

## Article VIII. Amendments

These Bylaws may be amended only by the following procedure:

- Section VIII.01 A proposed amendment to these Bylaws must be submitted to the Illinois Section Board of Directors in writing.
- Section VIII.02 The proposed amendment shall be reviewed by the Illinois Section Board of Directors before being distributed to the Active Membership of the Illinois Section.
- Section VIII.03 The proposed amendment shall be distributed to the Active Membership of the Illinois Section who shall be given the opportunity for review. Active Members shall submit any comments or revisions to the Board of Directors in writing within the comment period. The comment period shall be a minimum of thirty (30) days.
- Section VIII.04 To become effective, the proposed amendment shall receive an affirmative vote by the majority of the Illinois Section Board of Directors.
- Section VIII.05 The approved Bylaws shall be made available to Active Members.