



**ARTICLE I - IDENTITY AND PURPOSE**

Mutual Aid Box Alarm Systems (“MABAS”) Division No. 6 is an Illinois not-for-profit association. Members of MABAS DIVISION 6 are agencies and units of local government which provide emergency services and are signatories to the MABAS Mutual Aid Agreement. These by-laws shall govern the association known as MABAS Division 6. Execution of the Mutual Aid Agreement (“Agreement”) shall be deemed to be agreement to the terms and provisions of these by-laws. It is the purpose of MABAS Division 6 to carry out the provisions of the Agreement in accordance with these by-laws.

**ARTICLE II - MEMBERSHIP**

Membership in MABAS Division 6 shall be governed by the Agreement and these By-Laws.

- A. All Federal, State and Municipal Fire Departments, Fire Protection Districts, units of local government, cities, villages and agencies of any of the foregoing engaged in activities described in the Agreement are eligible for membership in MABAS Division 6. A duly authorized representative of the Member shall be designated by the Member to represent the Member.
- B. Membership is conditional upon the execution of the MABAS Division 6 Mutual Aid Agreement.
- C. Associate Member shall be any person or group associated in the fire service who may contribute to the best interest of the members of Division 6.

Associate Members shall have the privilege of membership, but shall not have the right to vote or to hold any elected officer’s position. Approval of an associate membership shall be at a regular meeting with a 2/3 approval vote by the directors in attendance.

**ARTICLE III – BOARD OF DIRECTORS**

MABAS Division 6 shall be governed by a Board of Directors as hereinafter provided. The powers of the Board of Directors shall be those necessary and incidental to carrying out the purposes set forth in Article I of these By-Laws and the terms of the Mutual Aid Agreement.

- A. **Directors** - Each Fire Chief or Agency Head, whose Department or Agency has properly executed the Agreement, shall be eligible to be a Director.
  - 1. Term of Membership - A Chief or Agency Head shall remain a Director as long as the Department or Agency continues to be a signator to the Agreement and a Member in good standing of MABAS Division 6.
  - 2. Removal from Office - A Director may be removed for cause by a 2/3 vote of the members of MABAS Division 6. Said removal for cause may be for the Director's conviction of a felony; the filing of criminal charges of official misconduct against a Director; misuse of power granted under the Agreement by a Director; failure by a Director to abide by the provisions of the Agreement or these by-laws; or for any act or omission by a Director which is not in keeping with standards of professionalism of the fire service, including but not limited to attendance at meetings of Board of Directors.
  - 3. Alternate Director - Each Director may designate in writing to the Secretary of the Board of Directors, an alternate Director who may serve on the Board of Directors in the absence and stead of said Director.
- B. **Meetings**
  - 1. Regular meetings of the Board of Directors shall be held monthly (except June, July & August). Date, time and place shall be determined by the Board of Directors. Fourteen day's notice of a regular meeting shall be given to the members of the Board of Directors, along with an agenda, although the business of such a meeting shall not be limited to the items which appear on the agenda.
  - 2. Special meetings may be held at the call of the President, by the Board of Directors upon its own motion; or by the President upon written request of a majority of the Chief Officers and/or Agency Heads. Time, place and date shall be determined by the President. Ten day's notice of a special meeting and the agenda shall be provided to each member of the Board of Directors. Only those items appearing on the agenda may be considered at a Special Meeting.
- C. **Voting**
  - 1. Quorum: A quorum shall be a majority of the Directors.
  - 2. Each Director in attendance at any meeting shall have one vote. The President shall only vote in event of a tie.
  - 3. Proxy votes will not be allowed.
  - 4. A tie vote shall require a roll call vote with the President casting the deciding vote.
- D. **Duties**
  - 1. The Board of Directors will make policy decisions concerning the development, operation, expenditures, including budget preparations for MABAS Division 6.
  - 2. The Board of Directors will establish, review and revise Operational Procedures that will provide for the orderly provision of Mutual Aid to the members or MABAS Division 6.

- 3. The Board of Directors is responsible for resolving any conflicts relative to operating procedures and enforcing the Operating Procedures of MABAS Division 6.
- 4. The Board of Directors may authorize the officers of MABAS Division 6 to contract with other governmental units for the use of the services of MABAS Division 6.
- 5. Directors will serve without compensation.

**ARTICLE IV – OFFICERS**

- A. The Officers of MABAS Division 6 shall be: President, Vice-President, Treasurer and Secretary.
- B. **Term of Office** - The term of office for Officers shall be one year beginning immediately upon the end of the regular meeting held in the first trimester of a calendar year and ending at the end of the regular meeting held the first trimester of the following year. The Offices of the President, Vice-President, Treasurer and Secretary may be held by the same individual or someone from the same department or agency for a maximum of two successive terms.
- C. **Election of Officers** - The election of Officers shall take place at the regular meeting of the Board of Directors held in *April*. Nominations from the floor will be taken for each office at the *March meeting*. Voting shall be done by a show of hands, unless a roll call vote is requested by a member. A candidate shall be elected by a majority of votes of those present and casting votes. **Term of office will be May 1 through April 30.** Succession of officers will be as follows: Vice-President to President, Secretary to Vice President, Treasurer to Secretary and a nominee for Treasurer.
- D. **Eligibility** - Only Chief Officers or Agency Heads are eligible to serve as Officers of MABAS Division 6.
- E. **Duties of the Officers**
  - 1. President - The President shall supervise and control all business and affairs of MABAS Division 6. The President may, together with any other Officers, execute any instruments and documents authorized by the Board of Directors. The President shall perform all duties incidental to the office of President and may be authorized by the Board of Directors. The President shall serve as the representative to the MABAS Executive Board. The President may create committees and appoint chairmen and members to serve on committees. The President has the authority to dissolve committees for good cause.
  - 2. Vice-President - The Vice-President shall perform the duties of the President in the absence of the President.
  - 3. Secretary - The Secretary shall be responsible for the taking and maintaining of the minutes of all meetings of MABAS Division 6. The Secretary shall be responsible for maintaining copies of the Operating Procedures of MABAS Division 6 and providing all Members with copies of the procedures. The Secretary shall be responsible for scheduling periodic reviews of the Operating Procedures of MABAS Division 6.

Further, the Secretary shall see that all notices are duly given in accordance with these By-Laws, be custodian of all records of MABAS Division 6 and perform all duties incidental to the office of Secretary and as authorized by the Board of Directors.

- 4. **Treasurer** - The Treasurer shall have charge and custody of, and be responsible for, all funds of MABAS Division 6. The Treasurer shall also receive all payments made to MABAS Division 6 and shall pay from MABAS Division 6 funds any obligations or bills authorized by the Board of Directors. The Treasurer shall perform all duties incidental to the office of Treasurer and as authorized by the Board of Directors.
- F. **Vacancies** - A vacancy shall immediately occur in any office upon the Officer's removal by the Board of Directors; for the following reasons, his resignation or death; ceasing to be the Chief of the Department or Agency Head; or his ceasing to be an employee of the participating Department or Agency. The Board of Directors shall appoint a successor to fill the vacancy, for the unexpired term of the Officer so replaced.
- G. **Removal of an Officer** - Any Officer elected by the Board of Directors may be removed by the Board of Directors, whenever, in its best judgment, the interests of MABAS Division 6 would be served. Said removal will require a 2/3 vote of the Board of Directors.

**ARTICLE V- LIABILITY AND PROPERTY**

- A. Except as otherwise may be provided by individual contracts, participating units in MABAS Division 6 shall be liable for the debts and liabilities of MABAS Division 6 only to the extent provided by the Agreement.
- B. All property acquired by MABAS Division 6 shall be owned by the Association unless determined in writing by all members.

**ARTICLE VI – WITHDRAWAL AND DISSOLUTION**

- A. **Withdrawal** - Any Member of the MABAS Division 6 may at any time give written notice to the Secretary of MABAS Division 6 to withdraw from MABAS Division 6.
  - 1. The notice shall be in writing and shall be delivered to the Secretary in person, or by Certified Mail, Return Receipt Requested.
  - 2. Withdrawal will not take effect until the last day of the month after the 90<sup>th</sup> day from which such notice was received.
  - 3. After withdrawal in accordance herewith, the Member shall continue to be responsible for:
    - a. Its share of operational costs assessed by MABAS Division 6 to the date of withdrawal, if any.
    - b. The prompt return of all MABAS Division 6 equipment in the withdrawing member's custody.

- c. Any unpaid obligations relating to equipment purchases, special assessments or commitments between the Member and MABAS Division 6 other than the aforementioned operational costs.
- B. **Dissolution** - The Board of Directors may vote to dissolve MABAS Division 6 in accordance with provisions stated herein. Dissolution may be considered at a Regular Meeting or Special Meeting called for consideration of the dissolution. A quorum as described in Article III must be in attendance at any Special Meeting at which dissolution is considered. Dissolution must be approved by  $\frac{2}{3}$  vote of the Directors in attendance. Dissolution will not become effective until 90 days from the date the Resolution of Dissolution is adopted. The Secretary will immediately notify all Members of MABAS Division 6, and the President of MABAS of dissolution. The Officers shall be authorized to effect the dissolution of MABAS Division 6 upon adoption of a dissolution resolution and shall wind up its business affairs.

**ARTICLE VII – AMENDMENTS**

These By-laws may be amended at any meeting of the Board of Directors by  $\frac{2}{3}$  vote of Directors in attendance, provided that a copy of the amendment has been submitted in writing to all members of the Board of Directors at least 30 days prior to any such meeting.

**ARTICLE VIII – ESTABLISHMENT OF TRAINING COMMITTEE**

A permanent Divisional Training Committee is hereby established that shall consist of two (2) representatives identified by each member unit. The purpose of this Training Committee is to prepare recommendations and training plans for approval by the Board of Directors.

- A. The Committee shall meet at least bi-monthly or more frequently at the call of its Chairman. Each member agrees that at least one of its representatives shall attend Committee meetings; however, reasonable allowances for absence due to special circumstances shall be made.
- B. The Committee members shall recommend to the President of the Board of Directors a person, from among their number, to serve as the Committee Chairman. The final appointment of the Committee members, including its Chairman, shall be accomplished in the manner described elsewhere in these By-laws by the President of the Board of Directors of MABAS Division 6.
- C. Minutes of the meetings of the Committee shall be regularly kept and forwarded to the Secretary of the Board with a copy likewise being sent to the President.

**ARTICLE IX - PARLIAMENTARY AUTHORITY**

Procedural matters not covered by these By-Laws shall be governed by the latest edition of Robert’s Rules of Order.

**MABAS DIVISION 6 BUDGET POLICY**

- A. **Purchase Requisitions** - The committee chair may approve requests for purchases up to \$500.00. A majority present at a regular MABAS 6 Chiefs' meeting must approve requests for purchases greater than \$500.00. The purchase request must be submitted in writing to the committee chief, with the appropriate justifications. Committee team leaders must be prepared, if requested, to make a formal presentation of the budget requests at a regular MABAS 6 Chiefs' meeting. After the purchase is made, the committee team leader will be responsible for submitting receipts of purchase to the Treasurer of MABAS Division 6 within 30 days of purchase. Purchases must be approved through the Board of Directors with a  $\frac{2}{3}$  vote of those in attendance.
- B. **Dues Section** - Annual dues for MABAS Division 6 need to be paid in the amount of \$250.00. Annual dues are to be paid by June 1<sup>st</sup> of each calendar year. Notices for the annual dues need to be sent out in the mail by April 1<sup>st</sup> of each calendar year. MABAS Division 6 has voted not to bill the dispatch centers for the annual dues, only the fire departments involved.