

ENVIRONMENTAL EDUCATION ASSOCIATION OF ILLINOIS CONSTITUTION

ARTICLE I – NAME

The name of this organization and its corporation shall be the Environmental Education Association of Illinois (EEAI).

ARTICLE II – PURPOSE

The purpose of the Environmental Education Association of Illinois is to maintain a vital network that supports and advances quality environmental education throughout the state.

ARTICLE III – MEMBERSHIP AND DUES

Section 1. Membership shall be open to any person or organization interested in environmental education. Members in good standing may vote for board of directors and officers in the annual election, amendments to the constitution and any other business that is brought before the membership; may serve on committees; may be nominated for election to the board of directors; and have a voice in the board meetings and the general membership meeting. Members in good standing may receive membership benefits including but not limited to electronic newsletter and member discounts at EEAI sponsored events/partner discounts.

Section 2. Classes of membership. The classes of membership are as follows:

- A) Individual Membership
- B) Student Membership
- C) Senior Membership
- D) Organizational Membership
- E) Sustaining Membership

Section 3. Annual dues for each class of membership in the organization shall be established by the Board of Directors. The membership year is defined as twelve (12) calendar months from the last day of the month dues are received by the membership chair. Memberships may be renewed for multiple years.

ARTICLE IV – BOARD OF DIRECTORS

Section 1. For purposes of representation, the Environmental Education Association of Illinois shall recognize the following five membership regions:

- A) Northeast Region: Cook, DuPage, Grundy, Kane, Kankakee, Kendall, Lake, McHenry and Will counties.
- B) Northwest Region: Boone, Bureau, Carroll, DeKalb, Henderson, Henry, JoDaviess, Knox, LaSalle, Lee, Marshall, Mercer, Ogle, Peoria, Putnam, Rock Island, Stark, Stephenson, Tazewell, Warren, Whiteside, Winnebago, and Woodford counties.
- C) West Central Region: Adams, Bond, Brown, Calhoun, Cass, Christian, Fulton, Greene, Hancock, Jersey, Logan, Macoupin, Madison, Mason, McDonough, Menard, Montgomery, Morgan, Pike, Sangamon, Schyuler, and Scott counties.
- D) East Central Region: Champaign, Clark, Coles, Crawford, Cumberland, DeWitt, Douglas, Edgar, Effingham, Fayette, Ford, Iroquois, Jasper, Livingston, Macon, McLean, Moultrie, Piatt, Shelby, and Vermilion counties.
- E) Southern Region: Alexander, Clay, Clinton, Edwards, Franklin, Gallatin, Hamilton, Hardin, Jackson, Jefferson, Johnson, Lawrence, Marion, Massac, Monroe, Perry, Pope, Pulaski, Randolph, Richland, St.Clair, Saline, Union, Wabash, Washington, Wayne, White, and Williamson counties.

Section 2. The Board of Directors of the Association shall be composed of the President, President-Elect, Secretary, Treasurer, Immediate Past President, as well as two Regional Directors from each of four of the regions, the Northeast Region having three. Ex officio members of the Board include but are not limited to the Liaison to the Illinois Department of Natural Resources, Liaison to the Illinois State Board of Education, and the Newsletter Editor. The President, with the approval of the Board, may appoint other ex officio members to the Board as needed to carry out the work of the Association.

Section 3. The officers of the Association shall be President, President-Elect, Immediate Past President, Secretary, and Treasurer and is known as the Executive Board.

Section 4. Only elected members of the Board of Directors or those appointed by the President to fill the vacant position of an elected member shall have voting privileges and the right to make motions in Board assembly.

ARTICLE V – DUTIES OF THE BOARD OF DIRECTORS

Section 1. The Board of Directors shall be constituted as the legal policy-making body of the Association. The Board shall establish membership fees, approve the time and place of annual meetings, approve expenditures of all funds, and take any other action necessary to carry out the purpose of the Association.

- Section 2.** The President shall coordinate, facilitate, and chair all meetings of the Board of Directors, appoint and hold accountable all committees, and present an annual report to the membership at the annual meeting.
- Section 3.** The President-Elect shall assist the President as needed and assume the duties of President in the event of the President's absence.
- Section 4.** The Secretary shall keep a complete record of all the proceedings of the Association, conduct official correspondence, and preserve documents, photos, brochures, and other materials of the Association.
- Section 5.** The Treasurer shall have custody over the funds of the Association, pay all bills and keep complete records of expenditures and receipts, present to the Board a detailed quarterly report, and present to the membership at the annual meeting an annual financial report.
- Section 6.** The Regional Directors shall promote and encourage the activities of members within their region in support of the purposes of the Association, represent their regional constituents at Board of Directors meetings, serve as regional advocates of EEAI, and encourage membership in the Association.
- Section 7.** The Immediate Past-President shall advise and assist the President in the performance of the duties of the office.

ARTICLE VI – NOMINATION AND ELECTION

- Section 1.** A Nominating Committee shall be appointed by the Board of Directors. The Nominating Committee shall provide a slate of nominees for all elected positions to the Board of Directors at least 90 days prior to the annual meeting.
- Section 2.** Nominations for officers shall be solicited from the membership and the Board of Directors. Nominations for Regional Directors shall be solicited from the membership of each region. Only Association members are eligible as candidates. Regional Directors must live and/or work in the region for which they are nominated. To be eligible for nomination for President/President-Elect an individual shall have been a member of the Board of Directors or held a similar position, for at least two years on a similar board as approved by the board.
- Section 3.** Election of Officers and Regional Directors shall be by ballot distributed to members of record no later than 60 days prior to the annual meeting. The Nominating Committee shall see that the votes are tabulated and reported to

the Board of Directors and the newly elected candidates no later than 15 days prior to the annual meeting.

- Section 4.** All Officers and Regional Directors shall be elected by plurality vote. In the event of a tie, the Board of Directors shall vote by secret ballot to determine who shall serve in the position.
- Section 5.** The newly elected Officers and Regional Directors shall take office at the close of the annual meeting.
- Section 6.** A full term for a member of the Board of Directors shall be two years. The President-Elect and the Past President may serve a one year term consecutive with a term as President. Each region shall elect one Regional Director at each biennial election and one Regional Director at an interim election.
- Section 7.** Regional directors are limited to three consecutive terms. In order to be re-elected as a Regional Director position, you must either take a one year break from the board or run for an officer position. Each region shall elect one Regional Director at each biennial election and one Regional Director at an interim election.
- Section 8.** The President-Elect shall automatically fill a vacancy in the Presidency. The Board of Directors will then have the responsibility to fill the office of President-Elect in the most appropriate manner. The President has the authority to appoint individuals to any other vacant Board position, with the consent of the rest of the Board.
- Section 9.** The President, with the approval of the Board of Directors, may establish standing and special committees, subcommittees, and task forces which are not in conflict with any other provisions of this Constitution. Such committees are required to act within the limits of the charge given that committee. The terms of membership and chair of said committees shall expire at the same time as the term of the President.

ARTICLE VII – MEETINGS

- Section 1.** The general membership of this Association shall meet at least annually at such time and place or places as shall be determined by the Board of Directors.
- Section 2.** The Board of Directors shall meet a minimum of once each quarter. Meetings may be in person or by telephone conference call or by a comparable (and legally valid) communication means.

- Section 3.** At any meeting of the Board of Directors a simple majority of voting members shall constitute a quorum for the transaction of any business of the Association.
- Section 4.** All decisions made by the Board at pre-scheduled and announced Board meetings shall be made by a majority vote by the Board members who are present at such meetings.
- Section 5.** Written proposals may be submitted to the Board of Directors for a vote by mail, facsimile transmission, or other communications technology. Within ten days of such submission, each Board member shall forward a vote on the proposal to the President. Such votes must be unanimous to carry.

ARTICLE VIII – FINANCIAL MATTERS

- Section 1.** The Environmental Education Association of Illinois is organized exclusively for the purposes specified in Article II of this Constitution and any purpose appropriate for an organization defined by Section 501 (c) (3) of the United States Internal Revenue Code.
- Section 2.** No member or staff of the Association shall be liable for the debts of the Association.
- Section 3.** The financial records of the Association shall be audited by a recognized professional auditor in accordance with Illinois state law.
- Section 4.** Trust or surety bonds shall be furnished for the Treasurer and such others charged with handling Association funds deemed necessary by the Board of Directors. The amount of such bonds shall be determined by the Board of Directors and shall be for a sum sufficient to protect the Association from loss.

ARTICLE IX – PARLIAMENTARY AUTHORITY

- Section 1.** The rules contained in the current edition of Robert’s Rules of Order Newly Revised shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with this Constitution and any special rules the Association may adopt.

ARTICLE X – AMENDMENTS

- Section 1.** The Constitution of this Association may be amended only by a majority vote approval of the Board of Directors of the Association and a majority vote of approval by the members present at the annual meeting.

Section 2. A proposed amendment to the Constitution of the Association may originate in the Board of Directors or a proposed amendment, accompanied by the signatures of five voting members, may be submitted to the Board of Directors for approval a minimum of ninety days before the annual meeting, which approval must be given or refused within thirty days. If refused by the Board, the five members may request, in writing, that the Board of Directors submit the amendment to the membership as they would a Board-approved amendment as specified below. Proposed amendments approved by the Board shall be submitted to the membership in writing no fewer than thirty days prior to the annual meeting.

Section 3. The Board of Directors has the authority to make non-substantive changes to the Constitution of the Association without the consent of the full membership.

ARTICLE XI – PERSONNEL

Section 1. Executive Director: The Executive Director is hired by the board of directors. The Executive Director has day-to-day responsibilities for the organization, including carrying out the Organization’s goals and policies, and managing paid or unpaid employees. The Executive Director will attend all Board meetings, report on the progress of the organization, answer questions of the Board members and carry out the duties described in the job description. The Board can designate other duties as necessary. The Executive Director has authority to sign contracts, checks, and other documents on behalf of the organization providing they are in compliance with Board approved budgets and policies.

Section 2. Employees and their family members should not serve as board members.

Section 3. Contractual employees or hired service providers will be supervised by the board of directors.

Amended 3/23/19