

BY-LAWS

Illinois Association for the Education of Young Children

ARTICLE I: NAME

The name of this organization shall be the Illinois Association for the Education of Young Children (here-in-after referred to as Illinois AEYC).

ARTICLE II: PURPOSE

- A. The Illinois AEYC is a membership organization whose mission is to facilitate the optimal development of young children by:
1. Advocating for the rights, needs, and well-being of young children; and
 2. Educating, supporting, and collaborating with individuals and organizations working in direct or indirect service to young children.
- B.. The Board of Directors (See Article VI-A) (hereinafter referred to as the Board) shall be charged with assuring that the purpose is achieved through developing policies, procedures, and programs which fulfill two goals:
1. To impact public policy and practice so as to improve the lives of young children by:
 - a. Strengthening affiliate chapter and chapter of the state advocacy efforts.
 - b. Providing information about current and proposed policy, legislation, and practice to members, policymakers, and the general public.
 - c. Seeking the support of policymakers who create and implement public policy that affects young children and their families.
 - d. Collaborating with other organizations in joint efforts to positively impact public policy.
 - e. Increasing public and parent awareness about high quality early childhood programs and services.
 2. To educate and support those in direct and indirect service to young children in order to improve the quality of life for young children and their families by:
 - a. Educating those in direct service to young children to provide high quality, developmentally appropriate programs and services.
 - b. Supporting the professional growth of those in the early childhood field.
 - c. Supporting the efforts of affiliate chapter and chapter of the state to educate and support early childhood service providers.

- b. One Regional Vice President from each region, elected on the state ballot by that region for a two-year term. Chicago Metro, Central West, and Northern Regions will be elected on even-numbered years; Southern and Central East Regions will be elected on odd-numbered years.
 - c. The Secretary elected statewide for a two-year term on odd-numbered years.
 - d. The Treasurer elected statewide for a two-year term on even-numbered years.
 - e. The President, elected statewide for a four-year term on odd-numbered years (serving one year as President-Elect, two years as President, and one year as Past-President).
 - f. An NAEYC Affiliate Council Representative voted on state-wide for a three-year term. When NAEYC determines that Illinois AEYC has two Affiliate Council Representatives, this second representative shall be provided by Chicago Metro AEYC with IL AEYC board approval.
 - g. Standing Committee Chairs with the exception of Nominating Committee shall be appointed by the President with Board approval and shall serve a two-year term.
 - h. New officers assume their positions at the next meeting following the counting of the ballots.
 - i. Each Board member, regardless of the number of roles they assume, shall only have one vote.
 - j. Each board member is counted only once in determining quorum, regardless of the number of positions held.
 - k. Elected board members may not serve more than two consecutive terms in any one office.
2. There shall be no proxy votes.
3. In order for Illinois AEYC to carry out its mission, a high degree of involvement in the decision-making process is required of Board members. Expectations of Board member participation shall include:
- a. Support and endorsement of the Illinois AEYC mission.
 - b. Regular participation at Board meetings. Any elected member of the Board who does not regularly participate in scheduled meetings may be removed from office by majority vote of the Board.
 - c. Participation in at least one Standing Committee of the Board.
 - d. Willingness and ability to serve as a liaison between the affiliate chapter, or chapter of the state and Illinois AEYC by expressing affiliate chapter's, or chapter of the state's wishes to the Board and interpreting Board actions and business to the affiliate chapter, and chapter of the state.
4. The Board shall plan, oversee, coordinate, guide, and strengthen the long-range development of Illinois AEYC and its Affiliate chapters, and chapters of the state.

Specifically, the Board shall:

- a. Make policy decisions, which provide the conceptual basis for the ongoing work of Illinois AEYC.
- b. Set annual priorities and approve plans for activities and involvements of Illinois AEYC.
- c. Refer issues to Board Standing Committees for consideration and discussion; review Committee recommendations and accept, reject, or return to Standing Committees
- d. Keep the membership informed of the Board's activities and concerns.
- e. Establish special committees and task force groups and their functions as assigned at the discretion of the Board. Such establishment must clearly indicate the purpose, powers, and length of service of the committee or task force.

B. Board Leadership

1. Officers of the Board shall include the President, Past-President or President-Elect, Regional Vice Presidents (one for each region), Secretary, and Treasurer. Responsibilities of each officer shall be defined in job descriptions approved by the Board and recorded in the Standing Rules of Illinois AEYCt

C. Board Standing Committees

1. The Board shall carry out its responsibilities using a Board committee structure. Committees shall conduct research, generate options, and make recommendations to the Board for its consideration, discussion, and decision. Committees shall include Executive Committee, Finance Committee, and other Standing Committees, appointed by the President with the approval of the Board, as necessary to fulfill the purpose of Illinois AEYC. The powers, responsibilities, and qualifications for such committees shall be specified at the time of their establishment.
2. The operational policies and practices followed by each Standing Committee shall be determined by that Standing Committee, shall be approved by the Board in the approval of the Committee Description, and shall be recorded as the Illinois AEYC Committee Descriptions (Standing Rules).
3. Each Standing Committee, to the extent possible, should reflect the geographical diversity of Illinois AEYC.

C. Indemnification

Illinois AEYC shall indemnify any person who was or is a party, or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of Illinois AEYC) by reasons of the fact that he or she is or was director, officer, employee, or agent of Illinois AEYC, or who is or was serving at the request of Illinois AEYC as the director, officer, or employee. The individual shall be indemnified against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit, or proceeding, if such person acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of Illinois AEYC. With respect to any criminal action or proceeding, the individual had no reasonable cause to believe his or her conduct was unlawful.

D. Confidentiality

Illinois AEYC shall establish policies under Standing Rules regarding confidentiality for all volunteers, members of the Board, employees, and consultants who work with confidential information.

E. Conflict of Interest

Illinois AEYC shall establish policies under Standing Rules regarding conflict of interest for all members of the Board, employees, and consultants.

ARTICLE VII: MEETINGS

- A. The Board shall meet at least once each year. Additional meetings shall be called at the discretion of the President or 50% (fifty percent) of members of the Board.
 - 1. All meetings of the Board of Illinois AEYC shall be open meetings allowing any member to attend except when called in an executive session. .
 - ~~2.~~ The quorum for meetings of the Board of Illinois AEYC shall be 40% (forty percent) of voting members. The quorum for meetings of Standing Committees and Task Force shall be 40% of voting members-
- B. The Executive Committee shall meet at scheduled meetings or at the specific request of 51% of the Board. The Executive Committee shall only make emergency decisions that cannot wait for the next meeting of the Board. The Executive Committee may also meet to perform other duties on behalf of the Board and make recommendations to the Board. Other members of the Board may be appointed in performing such duties.
- C. All Standing Committees, Appointed Committees and Task Force groups shall meet as often as necessary to fulfill their responsibilities. The President shall serve as an ex-officio member.
- D. Meetings of the Board as well as its Committees and Task Force Groups may include the use of a conference telephone or other communication equipment that allows for simultaneous oral communication in the conducting of business of Illinois AEYC. Participation in this manner shall constitute attendance and presence in person at the meeting.

ARTICLE VIII: PARLIAMENTARY AUTHORITY

Illinois AEYC shall function under the parliamentary procedures of Robert’s Rules of Order, Revised.

ARTICLE IX: AMENDMENTS

The By-Laws may be amended at any time but shall be formally reviewed every two years. Proposed amendments may be submitted by any member of Illinois AEYC to the Board, or by a committee of Illinois AEYC charged by the Board with recommending changes to the by-laws. Revisions and amendments must be approved by the Board before being submitted to the membership. Only ballots returned within a 30-day period will be counted. An affirmative vote of a majority of the membership returning ballots will constitute a change in the By-Laws.

ARTICLE X: DISSOLUTION

- A. State
 - 1. Prior to dissolution the Board of Illinois AEYC will consider recommendations from affiliate chapters and chapters of the state for the continuation of Illinois AEYC functions.

2. Dissolution of Illinois AEYC will occur if approved by at least $\frac{3}{4}$ vote of the members voting on the issue.
3. In case of dissolution, the Board of Illinois AEYC shall distribute the assets to existing Illinois AEYC affiliate chapters on a percentage of membership basis, provided those groups have a not-for-profit status.
4. Written notification of the results will be sent to all Illinois AEYC members and NAEYC

B. Affiliates

1. Any affiliate chapter or chapters of the state wishing to dissolve shall follow all specific instructions in their by-laws.
2. In case of dissolution, the board of the chapter of the state shall distribute their chapter assets to the Board of Illinois AEYC; affiliate chapters follow their own by laws in the matter of dissolution.
3. Written notification will be sent to Illinois AEYC and NAEYC