

BYLAWS

LEGACY PROJECT *Share. Mentor. Diversify.*

Founded 2011
Latest Revision Approved May 20, 2016

ARTICLE I: NAME AND PURPOSE

1. **Name.** The name of this organization shall be the Legacy Project. The Legacy Project is a 501(c)6 non-profit corporation.
2. **Purpose.** The purpose of the Legacy Project is to advance women in local government. Legacy Project is a forum for learning, connecting, and promoting the knowledge that supports the collective legacy of women in local government management. Legacy Project aims to help women succeed in public service by enhancing career-building models that develop leadership skills and by providing an opportunity to network with professional women in government.

ARTICLE II: MEMBERSHIP AND QUALIFICATIONS

1. Membership.

- a. *Classifications of Membership.* There shall be three classifications of membership: Full Member, Student Member, and Honorary Member. The Board of Directors shall determine the timing and approach to creating a Membership Process. Prospective members shall select the level of membership most appropriate given their current employment status upon joining the Legacy Project, as described below, and shall renew membership on an annual basis:
 - i. *Full Member (Voting):* Any full or part-time professional employee of a local government, including a municipality, county, township, or special district, as well as any state, federal, university/college employee, legislative assistant, or employee of a firm or not-for-profit entity working with local government. Full Members are eligible to vote, to hold office, and to chair and serve on standing and ad-hoc committees.
 - ii. *Student Member (Non-Voting):* Any person studying for a career in public administration or pursuing a career in public service. Student Members shall not be eligible to vote and shall not be eligible to hold office. Student members may serve on standing and ad-hoc committees, but shall not serve as Committee Co-Chairs.

- iii. *Honorary Member (Non-Voting)*: Former members of the Legacy Project or retired local government employee who has rendered exceptional service to the professional management field and desires to continue to serve the Legacy Project's mission. Candidates for Honorary Member shall be nominated by a Board member and confirmed by a majority vote of the Board of Directors. Honorary Members shall not be eligible to vote and shall not be eligible to hold office. Honorary Members may serve on standing and ad-hoc committees, but shall not serve as Committee Co-Chairs.
 - b. *Change in Employment Status*. Recognizing that changes in employment status occur, members in transition (resigned or removed from position) may continue their membership as long as they are desirous of continuing to work with or for local government.
2. **Qualifications**. Membership is open to all qualified individuals regardless of race, color, national origin, sex, religion, age, physical or mental disability, marital status, veteran status, sexual orientation, political affiliation, or any other factor unrelated to professional qualifications. In addition, all members of the Legacy Project are encouraged to do the following:
- i. Be members in good standing of the Illinois City/County Management Association (ILCMA) or their respective professional organization, such as the Government Finance Officers Association, American Public Works Association, or American Planning Association; and
 - ii. Agree to accept and abide by the ICMA Code of Ethics, their respective professional association code of ethics, or be in good standing with their respective comparable national/international professional association, such as the ILCMA, Government Finance Officers Association, American Public Works Association, or American Planning Association.

ARTICLE III: OFFICERS AND BOARD OF DIRECTORS

1. **Officers.** The Officers of the Legacy Project shall consist of a President, President-Elect, Secretary, and Treasurer, all serving one (1) year terms. All Officers shall be eligible voting Full Members and in good professional standing, as defined in Article II.
 - a. *President:* The President is the chief executive officer of the Legacy Project and shall preside over meetings of the Board of Directors. The President shall appoint all Committee Chairpersons to both standing and ad-hoc committees, with the advice and consent of the Board. The Legacy Project is an ILCMA Affiliate organization, and the President also serves as the Legacy Project's representative to the ILCMA Board of Directors. Therefore, the President must be a member of ILCMA, as outlined in the ILCMA Bylaws. If the President cannot serve as an ILCMA Board member for any reason, including not being a member of ILCMA, the President shall appoint a Legacy Project officer to serve as the ILCMA Board Member. The Legacy Project appointee shall be an ILCMA Board Member.
 - b. *President-Elect:* The President-Elect shall automatically succeed to the office of President at the beginning of the new term or if there is a vacancy in the President position. The President-Elect will also serve as the Chair of the *Nominating Committee*. The President-Elect shall serve as one of the co-chairs of the Annual Women's Legacy Conference Committee.
 - c. *Secretary:* The Secretary is responsible for insuring the proper maintenance of Board of Directors meeting minutes, membership database, and Legacy Project documentation, by collaborating with the Communications Committee.
 - d. *Treasurer:* The Treasurer is responsible for all financial transactions related to Legacy Project work and prepares an annual budget, including a budget for the Annual Women's Legacy Conference, to be approved by the Board of Directors.
2. **Board of Directors.** In addition to the Officers, the Board of Directors shall consist of the Immediate Past President and four (4) other Directors At-Large elected from the eligible membership. All members of the Board of Directors must be in good professional standing as defined in Article II. The Directors At-Large will also serve as Co-Chairs of the Standing Committees, as described under Article IV, with the exception of the Nominating Committee, which is chaired by the President-Elect. The Board of Directors shall solicit award nominations and present award(s) at the Annual Women's Legacy Conference, should the Board choose to do so in any given year.

3. **Election of Board of Directors.** Nominations for and election of the Board of Directors shall be made as follows:
 - a. The President-Elect shall appoint a Nominating Committee at the first regular board meeting of the calendar year. This committee shall consist of the President-Elect, the Past President, and at least one other Legacy Project member. With the exception of the President-Elect, members of the Nominating Committee shall not be eligible for elective office.
 - b. The Nominating Committee shall solicit from the membership via email, recommendations on volunteers to serve in each open elected office on the Board of Directors. The Committee may request each nominee provide professional background/biographical information, reasons for the individual's interest in a particular Office or Director position, and any other information deemed necessary and appropriate by the Nominating Committee to help make decisions about a slate of candidates.
 - c. The Nominating Committee will meet to review the information provided by each nominee and create a slate of candidates, which will be presented to the Board of Directors.
 - d. The proposed slate of candidates shall be published on the Legacy Project website and mailed electronically to members by April 1, or as soon thereafter.
 - e. The slate of candidates will be approved at the Annual Business Meeting in May and seated on June 1.
4. **Terms.** The term of office of all board members begins on June 1. The President, President-Elect, Secretary, Treasurer, and Past-President shall serve one (1) year terms. Starting with the June 1, 2016- May 31, 2017 term year, two Directors At-Large shall serve a one (1) year term and two Directors At-Large shall serve two (2) year terms. Thereafter, Directors At-Large will serve two (2) year terms until a successor has been elected.
5. **Removal of a Board Member.** A member of the Board may make a motion to remove a Director or Officer of the Board for the good of the organization. This may include excessive absences and/or failure to comply with the duties of the position. The Board shall notify the person at least 30 days in advance that a vote may be taken. Any response will be provided to the full Board prior to the vote for removal. A response may be by mail, email or in person. A two-thirds vote of the entire Board is required for removal.

6. **Vacancies on the Board of Directors.** Vacancies on the Board of Directors shall be filled by the President, with the advice and consent of the rest of the Board then holding office. A vacancy in the President position shall be filled by the President-Elect to complete the term of the vacancy, as well as their future term as President.

ARTICLE IV: COMMITTEES

1. **Standing Committees.** The Legacy Project's strategies and ultimate success requires the active participation of its members. The Board of Directors will promote the involvement of members through service to Standing and Ad-Hoc Committees. Voting members are eligible to be Co-Chairs and serve on committees, while non-voting members are only eligible to serve on committees. Unless otherwise specified in these Bylaws, the President shall appoint at least one of the Standing Committee Chairs or Co-Chairs from the Board of Directors for a one (1) year term. Unless otherwise specified in these Bylaws, the Chair or Co-Chair of each Standing Committee shall select a fellow Co-Chair and up to six other members.
 - a. *Communications Committee:* Functions of this committee include website and social media maintenance, membership database management, written articles, public relations pieces, and outreach activity announcements.
 - b. *Professional Development Committee:* Functions of this committee include the development and planning of Quarterly Luncheons, and other seminars as determined by the Board of Directors.
 - c. *Annual Women's Legacy Conference Committee:* This committee sets the agenda for the Annual Women's Legacy Conference. Committee members shall identify speakers, set sponsorships, and perform conference evaluation among other duties. The President-Elect shall serve as a Co-Chair of this committee. A member of the ILCMA Secretariat shall serve on the Annual Women's Legacy Conference Committee.
 - d. *Outreach and Networking Committee:* Functions of this committee include coordinating outreach through Public Administration education programs, such as those at colleges, universities, and high schools, as well as developing initiatives with other educational and non-profit organizations. This committee also plans and conducts social activities around the Legacy Project's other key events.
 - e. *Nominating Committee:* This committee develops the slate of candidates for the Legacy Project Board of Directors. The President-Elect shall serve as the Chair of this committee.

2. **Ad-Hoc Committees.** The President may establish special committees to study or perform specific functions, not provided for by the Standing Committees. Members of such ad-hoc committees are appointed by the President, with approval by the Board, for a period not to exceed one (1) year or the President's remaining term of office, whichever is longer.

ARTICLE V: MEETINGS

1. **Annual Business Meeting.** Legacy Project's Annual Business Meeting shall be held at a time and place to be selected by the President. Notice of the Annual Business Meeting shall be provided at least 14 days in advance, and an agenda of items requiring action will be available in the Conference materials. All voting Members are eligible to vote on all matters on the Annual Business Meeting agenda requiring a vote of the membership.
2. **Board of Directors Meetings.** The Board shall meet no less than quarterly, either electronically or in person. Special meetings may be called at the discretion of the President.
3. **Quorum and Voting.**
 - a. *Board of Directors Meetings.* A quorum for meetings of the Board of Directors shall be one more than half of the members of the Board then in office.
 - b. *Membership Meetings.* The quorum for the Annual Business Meeting, or other special membership meetings, shall be one-fourth of the Voting Members attending the Annual Women's Legacy Conference or other special membership meetings, as called by the President. Voting action taken by the Voting Members shall require a simple majority of the Voting Members present.
4. **Parliamentary Procedure.** All Board members shall be familiar with Roberts' Rules of Order in order to assist the President in conducting orderly meetings of the Legacy Project.
5. **Bylaws.** At least once every two years, the Board of Directors shall review the Legacy Project Bylaws. If changes are desirable, the President may appoint an Ad-Hoc Committee to further review the bylaws and draft revisions. Changes to bylaws must be voted on by the Membership through a simple majority vote of those members present at the annual meeting.

ARTICLE VI: FINANCES

1. **Fiscal Year.** For any financial purposes, the Legacy Project fiscal year shall begin on January 1 and end on the following December 31.
2. **Dues.** The Board of Directors shall establish the amounts for membership dues. Dues shall be payable on or before July 1 of each year.
3. **Non-payment of Dues.** Any member of the Association whose dues are in arrears for a period of three months shall be automatically suspended from membership in the organization.

ARTICLE VII: BOARD POLICIES

1. **Policies.** The Board may create policies from time to time as deemed appropriate. Approval of said policies, or an amendment to existing policies, requires a simple majority vote of the Board of Directors.

Adopted November 14, 2013

Revisions Approved:

1. May 20, 2016