



ILLINOIS STATE TRIAD ASSOCIATION

BY-LAWS

ARTICLE I – NAME

Section 1- Name

The name of the Organization shall be “ILLINOIS STATE TRIAD ASSOCIATION”, a not for profit organization organized under the laws of the State of Illinois, hereinafter referred to as TRIAD.

Section 2 - Offices.

The principal offices of TRIAD shall be located at Illinois Department on Aging, One Natural Resource Way, Springfield, IL 62702. Any contact should be made to the current Secretary of TRIAD.

ARTICLE II – MISSION

Section 1 – Mission Statement

The mission of TRIAD shall be to administer and operate a Benevolent, Educational and Social Organization composed of Peace Officer representatives, Adult Protective Services, Government Officials, Court Officials, Senior Citizen Organizations, Public Safety Professionals and others for the purpose of producing and furnishing goods, services and/or facilities for the protections of Senior Citizens and others:

- To provide a channel through which members can engage in meaningful community service activities.
- To deter crimes against senior citizens and others through crime prevention and other related programs in the community.
- To provide education for the benefit of seniors and their families, senior advocates and anyone involved in assisting or educating seniors in the areas of crime prevention, health, life safety and financial concerns.
- To encourage seniors and others to participate in community service projects, thereby gaining a sense of personal self-worth and responsibility while at the same time

creating a safer, more secure environment in the community.

- To help foster equality of opportunity for older adults by promoting their continued growth and development, self-respect, self-confidence and usefulness, by encouraging their participation in contemporary life and by stimulating a dynamic public interest in the aging population and recognition of its potential.
- To devote the energies of TRIAD to furthering its goals of prolonging and improving the mental, physical and spiritual well-being of seniors and others.
- To provide and participate in any other programs or projects approved by the board and its membership.

ARTICLE III – MEMBERSHIP

Section 1 – Membership

1. Regular members shall be all persons who have been Appointed or Elected to serve on TRIAD since it was created and who are currently active and have filed a properly executed Application for Membership (Attachment. #1) in TRIAD and were subsequently approved by the Board of Directors. This shall include all persons or agency representatives who have actively participated in the majority of the board meetings or assigned committee meetings, either in person or by electronic means, within the past 12 months.

2. Associate members shall be any other persons or organizations approved for associate membership by the Board of Directors of TRIAD.

Section 2 – Rights, Privileges, Duties and Responsibilities

Each Regular member who is in good standing of TRIAD shall be entitled to only one vote on each matter submitted for a vote of the members.

Each Associate member shall have the same rights as a Regular member except they are not entitled to vote nor to hold elective Office. Such Associate members may chair a committee when appointed to that position by a vote of the Board of Directors of TRIAD.

The Board of Directors shall have the right and authority to suspend or terminate the membership of any member for cause and for violation of these by-laws.

A member's failure to pay any dues, fees or other charges that may be established by action of the membership, as required by these by-laws, may be cause for immediate suspension of that member's rights and privileges.

ARTICLE IV – SUSPENSIONS AND TERMINATIONS

Section 1 – Suspension and Terminations

The Board of Directors of TRIAD shall have the right and authority to suspend or terminate the membership of any member for violations of these by-laws.

Written notice of such suspension or termination and the period of time of any suspension and the effective date of such suspension or termination shall be given to such member, stating the cause and stating the rights as outlined in these by-laws. Such notice shall be addressed to such member and delivered by United States First Class Mail, to the address of the suspended or terminated member's shown on the records of TRIAD with postage prepaid.

Unless such member shall request a hearing as herein provided, within ten (10) days after the date of such notice, said suspension or termination shall become effective as stated in said notice. Upon a written request of such member, delivered by First Class U.S. Mail to the Chairperson of TRIAD within ten (10) days of the date of notice of suspension or termination, the Board of Directors shall provide such member the opportunity to have a hearing. Said hearing shall be held within thirty (30) days after the request, at such a time and place to be determined by the Board of Directors. Notice of such hearing shall be given to the member requesting same, at least ten (10) days prior thereto. Such hearing shall be informal in nature and shall be conducted in accordance with rules adopted by the Board of Directors. Said rules shall provide for the fair and orderly presentation of the facts and arguments of both the suspended or terminated member and TRIAD.

The Chairperson of the Board shall preside over the hearing and the Board of Directors or the member requesting such hearing, may require that a transcript of the proceedings therein to be taken. Such hearing may be adjourned from time to time for reasonable cause as determined at the discretion of the Chairperson, and at the conclusion thereof, the Board of Directors shall have the power to rescind, modify, or affirm the notice of suspension or termination previously given. Such decision shall be announced within ten (10) days after the conclusion of such hearing, in the same manner as provided for the notice of suspension or termination.

The suspended or terminated member may appeal the Boards' decision to the general membership at a Special Meeting called for such appeal in the same manner as outlined for the hearings above. At the conclusion of this hearing, the majority of the membership present shall vote to rescind or affirm the original decision of the board.

A majority vote by the membership present will be final. In the event of the termination of a membership, all rights, title and interest of such member in and to TRIAD and its assets, except as provided by law, shall be extinguished without further action by TRIAD or such member.

ARTICLE V – DUES, FEES AND OTHER CHARGES

Section 1 – Applicability

Currently, there are no dues, fees or other charges resulting from membership in TRIAD. Should the Board of Directors determine that such dues, fees, other charges are necessary and reasonable, this matter shall be established by a majority vote of the members at a

meeting called for that purpose.

ARTICLE VI – DIRECTORS

Section 1 – Board of Directors

The business and operations of TRIAD shall be managed by the Board of Directors consisting of the following positions and descriptions::

- Chairperson: The Chairperson has a strategic role to play in representing the vision and purpose of TRIAD. The Chairperson ensures that the management committees function properly, that there is full participation at meetings, all relevant matters are discussed, and that effective decisions are made and carried out. The Chairperson shall:

- plan and run meetings in accordance to the governing document;
- ensure matters are dealt with in an orderly, efficient manner;
- bring impartiality and objectivity to meetings and decision-making;
- facilitate change and address conflict within the board;
- ensure the organization is managed effectively;
- represent the organization by communicating effectively the vision and purpose of the organization;
- advocate for and represent the organization at external meetings and events;
- designate a board member to act on his/her behalf in his/her absence; and,,
- be aware of current issues that might affect the organization.

- Vice-Chairperson: The Vice-Chairperson shall work with the Chairperson in meeting the goals and objectives of TRIAD. In the absence of the Chairperson, the Vice-Chairperson shall conduct the duties of the Chairperson and/or those duties assigned by the Chairperson.

- Secretary: The Secretary shall maintain the minutes and correspondence of the organization and present such in a timely manner to the membership. The Secretary shall ensure the timely distribution of meeting agendas.

- Treasurer: The Treasurer shall maintain the financial records of TRIAD and shall report such information to the Board of Directors at each scheduled meeting or upon request by a Board member. The Treasurer shall ensure that all applicable audits and Internal Revenue Service reporting is made in a timely manner as well as that the posting of relevant information on TRIAD website is conducted.

- Conference Committee Chairperson: The Conference Committee Chairperson shall take the lead in organizing the annual training conference and shall solicit TRIAD members to be active members of this committee. This Chairperson shall have the authority to make reasonable, time-critical decisions, in the management of this program. The Chairperson shall keep the Board of Directors advised at all such meetings of the progress and status of the conference and seek approval for necessary expenditures. The Chairperson shall coordinate the Senior Awards and Kathleen Quinn Award programs and ensure their appropriate placement in the agenda of the conference.

- Bank Reporting Chairperson: The Illinois Department on Aging - Bankers and Seniors Against Financial Exploitation (BSAFE) course Financial Exploitation of the Elderly Training Requirement Rule representative on the Board of Directors may serve as the Bank Reporting Chairperson. This Chairperson shall monitor and report on the number of employees of state chartered banks, savings and loan associations, savings banks and credit unions which serve Illinois consumers 60 years of age and older who must have their employees trained. This Chairperson shall report any changes to the Illinois requirements of this training to the Board of Directors as well as recommend any initiatives which TRIAD might undertake to enhance this program.

- Elderly Service Officer (ESO) Program Chairperson: The Elderly Service Officer (ESO) Training, initially developed as a joint initiative between TRIAD and the Illinois Attorney General's Office, is a comprehensive course designed to educate and sensitize police officers to issues that affect older adults. The program educates law enforcement officials and service providers to become aware of the needs of the senior community and to play a more active role in preventing and investigating crimes against older adults. The Chairperson shall coordinate and conduct basic and advanced courses of this nature to the maximum extent possible in coordination with the Illinois State TRIAD.

- ESO Association (ESOA) Liaison: The ESOA was formed as a result of the first graduating class of Elderly Service Officers, with the intent to provide ongoing updates in state statutes and issues surrounding enhancing the safety and security of our older adults. This Chairperson shall continue to act as a liaison between the ESOA and TRIAD. This should include updates on the number of ESOA members and the nature of the topics provided in the newsletter. This Chairperson shall be a member in good standing with ESOA.

- TRIAD Association Liaison: This Chairperson shall conduct outreach initiatives to encourage any agency, persons, or entities to become active members of TRIAD. This should include any past members and organizational representatives who are not currently active with TRIAD. This Chairperson shall report ongoing initiatives and results at each Board of Directors meeting.

All Board members shall be members of TRIAD in good standing. Each Director shall serve for a two (2) year term or until his/her successor shall have been duly elected and qualified. The Directors shall manage the business and any property of TRIAD in a manner consistent with all applicable state and federal laws and these by-laws. These by-laws may be amended, added to or deleted by at least a two-thirds majority vote of the members of TRIAD who are entitled to vote on such issues.

Section 2 – Resignation of Directors

Any Director may resign his office at any time in writing to the Board. The failure of any Director to attend three (3) consecutive regular meetings of the Board, without prior approval of the Chairperson in writing, shall constitute a resignation by such Director.

approval of the Chairperson in writing, shall constitute a resignation by such Director.

Section 3 – Removal of Directors

Any Director may be removed from office with or without cause by the affirmative vote of two-thirds (2/3) majority of the members of the Board of Directors voting on that question or at any special meeting of the members called for that purpose.

Section 4 – Vacancies on the Board

Any vacancy on the Board of Directors, whether caused by resignation, removal from office or otherwise, must be filled within thirty (30) days by a majority vote of the Board of Directors from the roster of eligible members. Any person so appointed shall serve until the next election of Directors.

Section 5 – Quorum of the Board

A majority of the members of the Board of Directors then in office acting at a meeting duly assembled, shall constitute a quorum for the transaction of business, and a majority vote of such quorum shall constitute the act of the Board of Directors.

Section 6 – Meetings of the Board

Regular meetings of the Board shall be held on the call of the Chairperson as necessary for the purpose of conducting TRIAD business and electing officers, with ten (10) days notice in writing and/or digital notification, and held at a time and place in the State of Illinois, as designated by the Board of Directors.

Special meetings of the Board may be held upon the call of the members of the Board of Directors or Chairperson upon ten (10) days notice in writing to each Director. Any Director may waive any such notice at any time before or after any special meeting whether or not such Director was present at such meeting if the required notice applies only to that Director. All meetings, regular or special, shall be open to the membership, except that the Board may adjourn to Executive Session for discussion of removal or discipline of a Board member or regular or associate member, or for any other purpose allowed by law. Nothing herein shall be construed to mean that the Board shall not be permitted to discuss TRIAD business at informal conferences of some or all of the Directors at times other than official meetings; however no formal action of any kind shall be taken at such discussions except as permitted by law.

Special meetings of the membership may be called at the discretion of the Chairperson and the Board and held in a place in Illinois to be designated by the Board. Any number of members in good standing in excess of ten (10) or fifty-one (51) percent of the regular members as listed by the Secretary, may call for a special meeting of the membership. Any call for a special meeting by such members shall be in writing, stating the business to be considered at such meeting; such notice shall be delivered by United States First Class Mail to each member addressed at his address as it appears on the records of TRIAD,

postage prepaid or by use of the digital or electronic means sent directly to those members.

Section 7 – Rules and Regulations

The Board of Directors may adopt and administer reasonable rules and regulations as necessary by a majority vote of a quorum present. Such rules and regulations shall be published and distributed to the membership in such a manner as shall reasonably inform the members thereof.

Section 8 – Committees

A nominating committee and other committees may be appointed at the discretion of the Chairperson with the approval of the Board. When a nominating committee is appointed, said appointment shall be made at least thirty (30) days prior to any meeting called for the purpose of electing members of the Board. The nominating committee should present a slate of not less than one (1) qualified member for each vacancy on the Board of Directors. Names of additional qualified regular members who wish to run for any vacancy on the Board shall be placed upon the Ballot if submitted in writing to the Secretary preparing the ballots at least three (3) days prior to the election. Nominations may be made from the floor of any regular member who is present to accept the nomination at the time of the election.

Section 9 – Indemnification

The Illinois State TRIAD Association shall indemnify and hold harmless each person who shall serve at any time hereafter as an officer of TRIAD from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been an officer of TRIAD, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such Director or Officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability, provided, however that no such person shall be indemnified against, or reimbursed for, any expense incurred in connection with any claim or liability arising out of his/her willful misconduct or willful negligence.

Section 10 – Officers

The members in good standing shall elect a:

- Chairperson
- Vice-Chairperson
- Secretary
- Treasurer
- Conference Committee Chairperson
 - o Senior Awards
 - o Kathleen Quinn Award
- Bank Reporting Chairperson

- ESO Program Chairperson
- ESO Association Liaison
- TRIAD Association Liaison

Board members may hold more than one office but not more than three while serving on TRIAD Board. Each Board member shall be entitled to only one vote no matter how many positions they may serve.

The Board may from time to time appoint such other officers, agents, and committees as it deems proper. The officers of TRIAD Board shall have such powers and duties as generally pertain to their respective offices as presented in Robert's Rules of Order and/or Parliamentary Procedure. The Vice-Chair, Secretary and Treasurer shall serve in the absence or disability of the Chair, in the order outlined and perform the duties of such office and generally assist the Chairperson in his/her duties. While past practices have preferred that the positions of Chairperson and Vice-Chairperson be filled by persons actively serving in a law enforcement capacity, the position of Chairperson and Vice-Chairperson do not have to be solely a member in good standing as a member of law enforcement.

The Board may establish such reasonable rules as may be necessary to maintain fiscal control to protect the assets of TRIAD Organization. The Treasurer shall report the results of the annual audit to the membership at the next subsequent meeting immediately following the receipt of such audit results.

ARTICLE VII – MEETINGS

Section 1 – Meetings

Membership meetings shall be called at the discretion of the Chairperson and the Board for purposes of conducting Board business and electing Directors. Such meetings shall be held at a place in Illinois, designated by the Board of Directors.

Section 2 – Notice of Meetings

Written notice of membership meetings shall be provided to each member qualified to vote (Article III, Section 1), stating the place, day and hour of such meeting, and further stating the business to be considered at such meeting; such notice shall be delivered by United States First Class Mail to each member addressed at the address as it appears on the records of TRIAD, postage prepaid or by use of the digital or electronic means sent directly to those members.

Such notice shall be delivered to each member entitled to vote at such meeting not less than ten (10) days before said meeting.

Section 3 – Quorum at Meeting

A quorum for a regular TRIAD Board meeting shall consist of a majority of the Board of

Directors and, if present, any regular members who are entitled to vote. Presence is defined as in person or utilizing electronic means of attendance.

A majority of the members of the Board of Directors acting in Executive Session or acting at a meeting duly assembled, shall constitute a quorum for the transaction of business, and a majority vote of such quorum shall constitute the act of the Board of Directors.

Section 4 – Simple Majority

At any meeting of the membership, a simple majority (fifty-one percent) of the members present and qualified to vote shall be sufficient to transact any business of TRIAD.

Section 5 – Officers Duties at Meetings

Meetings shall be presided over by the Chairperson, or in his absence an elected officer as outlined in Roberts Rules of Order for succession. In the event no officer of the Board is present at such meeting, no actions may be taken.

Section 6 – Manner of Voting

Voting shall be conducted by written ballot in all elections of Directors. All other matters may be conducted by voice vote unless written ballots or a show of hands are requested by any voting member present. Unless otherwise specified, a simple majority vote determines the outcome of the vote.

Voting by Absentee Ballot shall be permitted for any member in good standing of TRIAD when requested in writing, to the Secretary, no less than ten (10) days before said voting date. Ballots may be submitted in person or electronic means. The Secretary shall confirm receipt of electronic ballots.

TRIAD Board shall, upon receipt of a written request for an Absentee Ballot, mail said ballot by return United States First Class Mail, postage prepaid, to the requesting member or by means of electronic communication.

An Absentee Ballot, in order to be counted, shall be received by the TRIAD Secretary no later than the date of the vote so indicated upon the face of said ballot.

Section 7 – Roberts Rules of Order

All meetings of TRIAD shall be conducted in accordance with Roberts Rules of Order.

ARTICLE VIII – COMMITTEES

The Chairperson with the approval of the Board, may create one or more committees and appoint Chairpersons or such other persons as necessary to serve on the committee

or committees. Each committee shall have one (1) or more Chairperson(s), and all committee members shall serve at the pleasure of the Board.

One third (1/3) membership of any committee shall constitute a quorum and a majority of committee members present and voting at a meeting at which a quorum is present is necessary for committee action. The committee, by a majority vote of its members shall determine the time and place of meetings and adequate notice shall be provided any committee member who has a right to vote on any committee matter.

ARTICLE IX – AMENDMENTS TO THE BY-LAWS

The Board of Directors has the right to make changes, amendments to, or repeal these by-laws or any parts thereof. The members have the right to petition the Board for changes, amendments to, or repeal of the by-law or any parts thereof; providing at least ten (10) members or fifty-one (51) percent of the regular members as listed by the Secretary, in good standing sign said petition and submit same to the Board for consideration. The Board may accept, reject or amend said by-law petition, at their discretion.


ARTICLE X - DISSOLUTION OF TRIAD.

At a special meeting called for the purpose of dissolution of TRIAD, and with subsequent approval of two-thirds (2/3) vote of the regular membership, upon disbanding or other termination of TRIAD all remaining assets of TRIAD, after payment in full of all its' debts, obligations and necessary final expenses or after the making of adequate provisions therefore, shall be distributed to such tax exempt organizations with similar purposes to those of TRIAD as shall be chosen by the then existing Board of Directors of TRIAD.

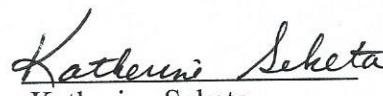
ARTICLE XI - WHISTLEBLOWER PROTECTION

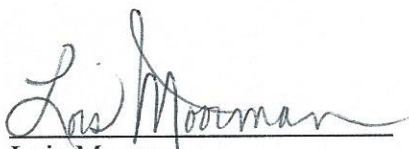
A whistleblower is someone who exposes wrongdoing, fraud, corruption and/or waste. TRIAD, although ran by un-paid volunteers from various aspects of the public and private groups, will not tolerate the misuse of any funds or equipment utilized in the performance of its duties. Anyone suspecting wrongdoing by or on behalf of this organization should report their concerns to the Illinois Attorney General's Office and, if appropriate, an officer of the Board of Directors of TRIAD. All concerns so addressed shall be handled in compliance with the Illinois Whistleblowers Act.

These by-laws are approved and adopted on this Fourth day of April, 2016 by the following Board of Directors members:


Douglas A. Sampson
Chairperson


Brett Burkhalter
Vice-Chairperson

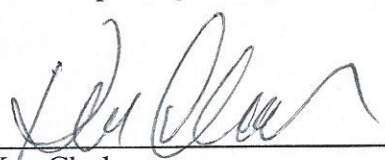

Katherine Seketa
Secretary



Lois Moorman
Bank Reporting Chairperson



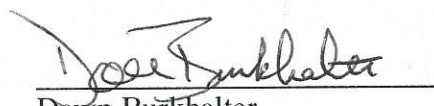
Ella L. York
ESO Training Chairperson



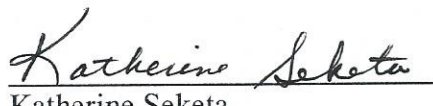
Ken Clark
ESO Association Chairperson



Darrel Smith
TRIAD Association Liaison



Dawn Burkhalter
Senor Awards Chairperson



Katherine Seketa
Treasurer



Illinois State TRIAD Association

P.O. Box 7198

Springfield, Illinois 62791-7198

Membership Application Form

The purpose of TRIAD shall be to administer and operate a Benevolent, Educational and Social Organization of Peace Officers, Adult Protective Services, Government Officials, Court Officials, Senior Citizen Organizations, public safety professionals and others for the purpose of producing and furnishing goods, services or facilities for the protections of Senior Citizens and others:

- To provide a channel through which members can engage in meaningful community service activities.
- To deter crimes against senior citizens and others by providing crime prevention and other programs to the community.
- To provide education for the benefit of seniors and their families, senior advocates and anyone involved in assisting or educating seniors in the areas of crime prevention, health, life safety and financial concerns.
- To encourage seniors and others to participate in community service projects, thereby gaining a sense of personal self-worth and responsibility while at the same time creating a safer more secure environment in the community.
- To help foster equality of opportunity for older adults by promoting their continued growth and development, self-respect, self-confidence and usefulness by encouraging their participation in contemporary life: and by stimulating a dynamic public interest in the aging population and recognition of its potential.
- To devote the energies of TRIAD to furthering its goals of prolonging and improve the mental, physical and spiritual well-being of seniors and others.
- To provide and participate in any other programs or projects approved by the membership.

APPLICANT INFORMATION

Name: _____

Mailing Address: _____

Contact Information: Telephone: _____ (cell)

E-mail: _____

Current Position/Employer: _____

Relevant Experience and/or Employment

Please check area(s) of expertise/contribution you feel you can make to further the mission of the Illinois State TRIAD.

Check all that apply.

- | | | |
|--|---|---|
| <input type="checkbox"/> Fundraising | <input type="checkbox"/> Special Events | <input type="checkbox"/> Policy Development |
| <input type="checkbox"/> Strategic Planning | <input type="checkbox"/> Public Policy Advocacy | <input type="checkbox"/> Evaluation |
| <input type="checkbox"/> Legislative Contact | <input type="checkbox"/> Technology | |

Please list prior experience serving as a board member for other non-profit organizations.

What other volunteer commitments do you currently have?

Why are you interested in serving as a member of the Illinois State TRIAD?

Please share any other information you feel important for consideration of your application to serve as an Illinois TRIAD member.

If a background check is requested by the Board of Directors, I agree to provide the necessary information needed to conduct such a check or have my agency provide documentation to indicate a current background check has been completed due my potential access to vulnerable senior citizens of our community.

Applicant Signature

Date

For Board Use Only

_____ Application Received _____ Date

_____ Application Reviewed _____ Date

Board Action: _____ Accepted _____ Rejected _____ Date

_____ Notice Sent to Applicant _____ Date