

## **CONSTITUTION AND BY-LAWS**

(Revised: 01/20/72; 02/12/74; 04/02/75; 12/05/79; 04/17/85; 08/11/95; 03/04/98; 04/07/00; 06/2002; 01/2009; 10/2009; 10/2012; 08/2013; 9/2013; 05/2015; 10/2016; 12/2019)

### **ARTICLE I**

#### **Name and Geographic Coverage**

##### **Section 1 - Name**

The name of this organization shall be the Chicago Federal Executive Board, hereinafter referred to as the Board.

##### **Section 2 - Geographic Coverage**

The following counties comprise the central metropolitan statistical area as defined by the Bureau of the Census and are considered part of the Chicago metropolitan area for the purposes of the Board: Cook, DuPage, McHenry, Lake, Will, Kane, DeKalb, Grundy, and Kendall in Illinois, and Lake and Porter counties in Indiana. This area shall hereinafter be referred to as the Metropolitan Area or Chicago Metropolitan Area. This does not limit additional areas being added if there is a void within other geographic areas.

### **ARTICLE II**

#### **Authority and Purpose**

##### **Section 1 - Authority**

This Board was established by the direction of the President and operates under 5 CFR Part 960, as published in the Federal Register.

##### **Section 2 - Purpose**

It shall be the purpose of the Board to strengthen the management and administration of executive branch activities in the Chicago Metropolitan Area. The Board is organized and functions under the authority of the Director of the Office of Personnel Management.

### Section 3 - Authorized Activities

Under the guidance of the Director for the Office of Personnel Management, the Board shall direct its cooperative activity to three lines of business: Emergency Preparedness, Security, and Employee Safety; Workforce Development and Support; and Intergovernmental and Interagency Collaboration and Community Outreach, as well as specific programs concerning Presidential policies of general application.

## **ARTICLE III** **Membership and Meetings of the Full Board**

### Section 1 - Composition of the Board

The term "principal regional officer" means, with respect to an Executive agency, SES level positions OR the highest ranking member of the agency.

### Section 2 - Alternates

Each member of the Board may designate an alternate member who shall attend meetings and otherwise serve in the absence of the member. The alternate member shall be a deputy or the principal assistant to the member or another senior official of the member's organization.

### Section 3 - Voting Privileges

Voting privileges at meetings of the Full Board shall be restricted to members, or in their absence, their proxy.

### Section 4 - Affiliated Membership

For the purposes of these by-laws, an "Affiliated Member" is defined as an organization, agency, department and/or council whose relationship with an agency is directly linked/connected to the agency of an existing Board Member. Affiliated members of the Chicago Federal Executive Board do not possess voting privileges.

Organizations may be accepted for affiliated membership. The prospective Affiliate Member must first submit a letter to the Board expressing their interest in having representation on the Board. The letter must provide a summation of the

organization's mission and goals, and how they align with those of the Chicago Federal Executive Board.

To be accepted following consideration, the prospective Affiliate Member must receive approval, by vote, from 75% of the current Board Members.

Once approved, the affiliated member, their highest ranking regional official, will be invited to attend Full Board meetings on a quarterly basis. With unanimous approval from the Board, the affiliate member may be permitted to attend additional meetings. In addition, affiliated members will be permitted to disseminate any training opportunities to the Federal Executive Board membership and receive notices of appropriate Board sponsored programs.

#### **Section 5 - Participation by Non-Members**

Board members may arrange for participation by other agency officials, and by designated officials and employees on their staffs, in activities undertaken by the Board or work of the committees, councils, or task forces under the Board. Such assignments may constitute membership on the committee or the task force involved, but will not constitute membership on the Board.

#### **Section 6 - Full Board Meetings**

Meetings of the Full Board will be held not less than three times a year (and may include the annual awards program).

### **ARTICLE IV**

#### **Officers and the Executive Committee**

##### **Section 1 - Officers**

The officers of the Board shall be the Chair, Vice Chair, and Secretary/Treasurer. The officers shall be elected annually and are members of the Executive Committee.

##### **Section 2 - Executive Committee - Elected Members Other Than Officers**

An Executive Committee will consist of no less than ten (10) and no more than twenty (20) members in addition to the officers and Ex Officio members. Approximately half of the Executive Committee members will be elected at the annual election of the Board in odd numbered years and the remaining half will be

elected in even numbered years. The term of office for all elected Executive Committee members shall be two years. An Executive Committee member may serve an indefinite number of terms.

### **Section 3 - Executive Committee - Ex Officio Members**

The following will be Ex Officio Members of the Executive Committee with voting privileges:

- past Chairs of the Board still in Federal service in this community;
- the Director's Representative of the Office of Personnel Management;
- the Regional Administrator of the Federal Emergency Management Agency;
- the Regional Administrator of the General Services Administration;
- the Regional Commissioner of the Public Buildings Service for General Services Administration.

The co-chairs of the Emergency Preparedness Advisory Committee (EPAC) include the FEMA Regional Administrator and the Regional Administrator and/or Regional Commissioner of the Public Buildings Service of General Services Administration.

### **Section 4 - Executive Committee Meetings**

The Executive Committee may meet on a monthly basis, or upon the request of the Chair. Guests are allowed to attend Executive Committee meetings at the request of, or by special arrangement with, either the Chair or the Executive Director.

All meetings will be conducted in accordance with Robert's Rules of Order Newly Revised.

A voting quorum for any meeting shall be 51% of Executive Committee members (principals). If that number is not present, the meetings shall stand adjourned for not less than seven (7) days nor more than ten (10) days, as determined and decided by the Chair. Upon reconvening, a majority of the members present and voting shall constitute a quorum.

### **Section 5 - Attendance by Executive Committee Members**

Members of the Executive Committee shall personally attend no less than one-third of the Executive Committee Meetings during the fiscal year. An alternate or substitute attending on behalf of the member does not constitute attendance by the member.

## **Section 6 - Voting Privileges of the Executive Committee**

Voting privileges at Executive Committee meetings or for Executive Committee decisions are restricted to members or their designated proxies.

## **Section 7 - Executive Committee Responsibilities**

The Executive Committee shall act on all policy decisions that require immediate action. It shall seek ways and means to conduct and provide overall guidance to FEB program undertakings. To the extent practicable, the Chair will designate program coordinators who will provide specific guidance for, and monitor and report on, committee sanctioned activities.

Any action pending before the committee at its meetings may be adopted with the concurrence of a majority of the members, or their designated proxies, present and voting, except that the Board will not endorse any contractual agreement unless approved by the Chair or Vice Chair and the Executive Committee.

## **ARTICLE V** **Duties of Officers**

### **Section 1 - Chair**

The Chair shall preside at all meetings of the Board and Executive Committee, appoint program coordinators and all standing and special committees, and chairs thereof, call such special meetings as may be required, and act as spokesperson for the Board on all occasions. The Chair shall be authorized to conduct the regular business of the Board. When matters of substantive policy require immediate action, he/she shall ask the Executive Committee to approve his/her actions.

### **Section 2 - Vice Chair**

The Vice Chair shall preside at meetings in the absence of the Chair, shall succeed him/her in case of vacancy, and shall serve as a member of the Executive Committee. The Vice Chair will also be Chair-elect and serve as Chair the following year. If the Vice Chair decides not to move to the Chair's position, the Nominating Committee will nominate a candidate for the Chair position.

### **Section 3 - Secretary/Treasurer**

The Secretary/Treasurer shall keep the minutes of all meetings and keep other records as may be required. He/she shall serve as a member of the Executive

Committee. He/she shall be responsible for all fiscal business and will maintain an account in the name of the Board. He/she shall prepare and issue an annual financial statement in January of each year. In the event both the Chair and the Vice Chair are temporarily unable to perform the functions of the Chair, the Secretary/Treasurer of the Board shall act as Chair. Whenever the office of Secretary/Treasurer is vacant, the Chair shall appoint a Secretary/Treasurer Pro Tem until the Executive Committee makes a permanent appointment to fill the unexpired term.

## **ARTICLE VI** **Committees and Subcommittees**

### **Section 1 - Responsibilities**

The Executive Committee will form and dissolve sub-committees and working groups as needed in support of the administration.

### **Section 2 – Committees**

An Executive Committee member will oversee each of the FEB's lines of business.

**Emergency Preparedness** will be overseen by both the Regional Administrators of GSA and FEMA. They will present to the board policies and events related to:

- Emergency Preparedness and Advisory Committee (Weather and other emergency notifications)
- Emergency Preparedness Intergovernmental Working Group (Continuity of Government)

The Regional Commissioner for PBS may also be included in assessing information.

**Employee Engagement** will be overseen by an Executive Committee Member and will direct the programming for:

- Shared Neutrals Alternative Resolution Dispute Program
- Employee of the Year Awards Planning
- Training and Leadership Planning Committee

**Strategic Partnerships and Intergovernmental Collaboration** will be overseen by an Executive Committee Member and will direct the programming for:

- Interfacing with local governments to include city, county, state and tribal governments

- Advise on building partnerships with the private sector and educational institutions
- Advise on communications for the Local Federal Coordinating Committee and issues regarding the Combined Federal Campaign

### Section 3 - **Chairs of Committees**

The Chair of the Board shall appoint chairs of committees with the concurrence of the Executive Committee. Where possible, these chairs will be local heads of Federal departments and agency field offices, or their deputies.

Section 4 – Any Charter adopted by the Executive Committee shall be fully incorporated by reference into this document.

## ARTICLE VII **Election - General Procedures**

### Section 1 - **Date of Election**

Elections shall be held annually no later than August 31st. Officers will assume their duties on October 1st.

### Section 2 - **Nominations**

Announcements will be issued to the members of the Board at least one month prior to the convening of the Nominating Committee. The announcements will advise the full board that nominations are being accepted for vacancies on the Executive Committee and outline the criteria by which candidates will be considered. The Executive Committee will review and update Executive Committee candidate criteria annually in advance of the issuance of election announcements.

### Section 3 - **Nominating Committee**

The Chair shall appoint a Nominating Committee with concurrence of the Executive Committee consisting of a chair and at least four other members. The nominating committee will prepare a slate of candidates for each elective office (officers and at large members), ensuring candidate selection is consistent with the approved nomination criteria. The Nominating Committee shall submit the proposed slate to the Executive Committee for concurrence. Slate development and approval may be conducted in person or via electronic means. Only official

Executive Committee members may vote to advance the slate of candidates, proxies/alternates are not eligible to vote as proxy for their principal.

**Section 4 - Election by Ballot**

Once approved, the election slate will be transmitted to the Full Board for voting by ballot. The affirmation or declination of the slate shall be determined by a majority vote. Should the slate not be approved, the matter shall be returned to the Executive Committee and the nominating process repeated. Election results will be announced within one week after the close of the voting period.

**Section 5 - Filling Vacancies**

The Executive Committee shall fill all vacancies of elected offices occurring during the year except that the Vice Chair shall succeed the Chair if the Chair leaves his or her office during the fiscal year.

**ARTICLE VIII**  
**Effective Date of Constitution and By-Laws**

This Constitution and By-Laws shall become effective upon adoption by the Chicago Federal Executive Board.

**ARTICLE IX**  
**Amendments to the Constitution and By-Laws**

Amendments to the Constitution and By-Laws shall be referred to the Executive Committee. Upon a favorable report and approval by that body, the amendments shall be submitted to the entire membership for their approval and adopted with the concurrence of the majority of those replying.