

# International League of Electrical Associations

## Bylaws

### ARTICLE I - Name and Office

**Section 1. Name** - The name of this organization shall be the International League of Electrical Associations (ILEA).

**Section 2. Office** - The office of the League shall be located in such other localities as may be determined by the Board of Governors.

### ARTICLE II - Purposes

**The purposes of this organization shall be:**

(1) To coordinate and stimulate individual thinking and promote the interchange of thought and experience among the member organizations.

(2) To promote acquaintanceship and fellowship of members actively engaged in the common work of operating local electrical market development organizations.

(3) To familiarize member organizations with the activities being carried on by similar organizations operating in other locations.

(4) To deal with general problems common to local electrical market development and affiliated organizations in North America.

(5) To create a central body to act as a clearing house in correlating and disseminating information of common interest.

(6) To facilitate cooperation with all branches of the electrical industry.

(7) To assist in maintaining a high standard of ethics in the electrical industry.

(8) To promote coordination in the development of the electrical industry by stimulating within all branches of the industry, and among all employees thereof, a feeling of pride in being part of the industry and a recognition of the interdependence of every member of the industry in the common welfare.

### ARTICLE III - Membership

**Section 1. Qualification** - Upon application and approval of the Board of Governors, membership shall be granted to any electrical league, association, board of trade, club, co-op or any such organization that represents a segment of the electrical industry and agrees to uphold and support the purposes of the League.

**Section 2. Classes** - There shall be three classes of League membership: Active, Associate and Honorary. Such members shall have such rights and responsibilities as may be established by the Board

of Governors.

**Section 2.1** Active Membership shall be limited to the chief executive staff officer of a member organization that represents multiple segments of the electrical industry. Active members shall have voting privileges.

**Section 2.2** Associate Membership shall be available to individuals, groups, firms, institutions or corporations engaged in the business of producing or dealing in electricity, electrical apparatus, appliances, fixtures, supplies and other equipment used in any such business or engaged in any vocation or carrying on any operations in any way connected with the use or study of electricity. Associate members shall not be entitled to vote or hold office, but shall be allowed to participate in ILEA meetings, activities and duties. The number of Associate members shall be limited to one-third of the Active Membership.

**Section 2.3** Honorary Lifetime Membership, without voting rights, may be conferred upon individuals at such time and under such terms as the Board of Governors may determine.

## **ARTICLE IV - Organization of League**

**Section 1. Structure** - There shall be three (3) geographic divisions of the League for general administrative purposes:

1. Eastern
2. Western
3. Canadian

**Section 2. Divisions** - Other geographical divisions may be established by the Board of Governors and approved by the membership.

## **ARTICLE V - Dues**

**Section 1. Amount** - Dues shall be payable annually in the amount established by resolution of the Board of Governors.

**Section 2. Non-Payment** - Members whose dues have not been paid within 90 days after issuance of the dues statements shall be liable for suspension of membership. No member organization so suspended shall be reinstated until its indebtedness to ILEA has been paid for the year in which it was suspended.

## **ARTICLE VI - Membership Meetings**

**Section 1. Annual Conference** - The League shall hold one Annual Conference, and the date, time and place for this Conference shall be determined by the Board of Governors.

**Section 2. Time of Business Session** - The business session of the Annual Conference shall be held on a day prior to, during, or immediately following the Annual Conference of the members.

**Section 3. Special Meetings** - Special meetings may be called at the discretion of the Board of Governors and shall be called by the President upon request of 25 percent of the League's membership as of the time the meeting is requested. Thirty days' notice of such meeting shall be given.

**Section 4. Quorum** - Those present at duly called meetings of the Board of Governors, at duly called meetings of the League, and at divisional caucuses held in conjunction with the Annual Conference, shall constitute a quorum and shall have all the powers of their respective bodies to transact business. A quorum will consist of at least 25% of the membership. A simple majority of the current Board will constitute a quorum.

**Section 5. Procedures** - All meetings of the League shall be governed by parliamentary law as set forth

in Robert's Rules of Order (most recent edition) when it does not conflict with these bylaws.

## **ARTICLE VII - Board Of Governors**

**Section 1. Composition and Terms** - The Board of Governors shall be composed of the elected officers of the League and a division Governor from each of the recognized divisions of the League. The term of office for any elected Governor shall be for one year and shall commence at the close of the last session of the Annual Conference.

**Section 2. Immediate Past President** - To provide continuity of operation between administrations and to take advantage of the experience gained during the previous administration, the retiring President, if not re-elected as a member of the Board, shall serve as a member of the Board of Governors.

**Section 3. Qualification** - A Board member shall be the chief executive staff officer of a member organization.

**Section 4. Meetings** - The Board of Governors elected at the business session of the current Annual Conference shall meet prior to or immediately after the last session of said Conference. Additional meetings may be called in accordance with Section 5 of this Article. A simple majority of the current Board will constitute a quorum.

**Section 5. Special Meetings of the Board of Governors** - Special meetings of the Board of Governors may be called by the President when, in his judgement, the affairs of ILEA warrant and shall be called upon request of a majority of the members of the Board of Governors. Fifteen days' advance notice of such meetings shall be given.

**Section 6. Presiding Officer** - The President of the League, or in his/her absence, the First Vice President, shall act as chairman of the Board of Governors and shall preside at its meetings.

**Section 7. Power of the Board** - The Board of Governors shall have supervision, control and direction of the affairs of the League, shall determine its policies or changes therein within the limits of these bylaws, shall actively prosecute its purposes and shall have discretion in the disbursement of its funds. It may adopt such rules and regulations for the conduct of its business as shall be deemed advisable, and may, in the execution of the powers granted, appoint such agents as it may consider necessary.

## **ARTICLE VIII - Officers**

**Section 1. Elected Officers** - The elected officers of the League shall be a President, Vice Presidents, Secretary and a Treasurer.

**Section 2. Term of Office** - Each elective officer shall take office at the close of the last session of the Annual Conference and shall continue in office until his or her successor is duly elected and assumes office.

**Section 3. Removal** - Any officer may be removed with the affirmative vote of two-thirds by the Board of Governors at any regular or special meeting at which a quorum is present, whenever in the Board's judgement the best interests of the League will be served.

**Section 4. Vacancies** - In the event of a vacancy in the office of the President, the First Vice President shall automatically become President of the League. In the event of a vacancy, in any other office of the League, other than the President, the Board of Governors shall fill the vacancy thus created for the remaining term.

**Section 5. President** - The President shall be the chief executive officer of the League and shall serve as Chairman of the Board of Governors. The President shall also serve as a member ex-officio, with right to vote, of all committees except the Nominating Committee. The President shall make all required appointments of standing and special committees with the approval of the Board of Governors. At the annual meeting of the League and at such other times as the President shall deem proper, the President shall communicate to the members such matters and make such suggestions as may be intended to

promote the welfare and increase the usefulness of the League. The President shall perform such other duties as are necessarily incident to the office of President or as may be described by the Board of Governors.

**Section 6. Vice President** - The duties of the Vice President shall be designated by the Board of governors. The First Vice President shall perform the duties of the President in the event of the President's inability to serve.

**Section 7. Treasurer** - The Treasurer shall be in charge of the League's funds and records; shall be responsible for the collection of all membership dues and/or assessments; shall have established proper accounting procedures for the handling of the League's funds and shall be responsible for the keeping of funds in such banks, trust companies and/or investments as are approved by the Board of Governors; shall report on the financial condition of the League at all meetings of the Board of Governors and at other times when called upon by the President. At the expiration date of the term of office, the Treasurer shall deliver to his successor all books, money and other property in his charge, or, in the absence of a successor, he shall deliver such properties to the President. Such duties of the Treasurer as may be specified by the Board of Governors may be delegated to the Executive Director.

**Section 8. Secretary** - The Secretary shall be responsible for the proper and legal mailing of notices to members, and shall see to the proper recording of proceedings of members of the League, Board of Governors and all committees, and carry into execution all orders, votes and resolutions, not otherwise committed. The Secretary shall see that accurate records are kept of all members. Such duties of the Secretary as may be specified by the Board of Governors may be delegated to the Executive Manager.

**Section 9. Executive Director**- The Executive Director shall be the chief staff member of the League and non-voting member of the Board responsible for all management functions. The Executive Director shall manage and direct all activities of the League prescribed by the Board of Governors and shall be responsible to the Board through the President.

## **ARTICLE IX - Elections**

**Section 1. Nominating Committee** - The President shall appoint a Nominating Committee comprised of the immediate Past President and two past presidents. The immediate Past President shall serve as the Chairman of the Nominating Committee.

**Section 2. Voting** - Not more than 30 days prior to the Annual Conference, the Nominating Committee shall submit to the Secretary its nominations for officers. Said nominations shall be voted upon by mail ballot or at the Annual Conference by the members. Additional nominations may be made from the floor at the Annual Conference.

**Section 3. Annual Election** - The annual election for the President, Vice President, Secretary and Treasurer shall be held at the business session of the Annual Conference each year. A majority of votes cast for any candidate by the accredited delegates present, or their proxies, shall determine his or her election.

**Section 4. Division Governors** - The Division Governors shall be elected by caucus of the accredited delegates of member organizations of the respective divisions, or their proxies, at the business session of the Annual Conference each year. In the event that a division is not represented by accredited delegates or proxies, the elected members of the Board of Governors for the ensuing year shall have the authority to select a Governor pro tem for such divisions who shall serve on the Board of Governors.

**Section 5. Vacancy of Division Governor** - In the event of a Division Governor vacancy, a successor shall be elected at a meeting or by mail vote of the member organizations in the particular division involved.

## **ARTICLE X - Miscellaneous**

**Section 1. Fiscal Year** - The fiscal year of the League shall be the calendar year.

**Section 2. Indemnification** - The League shall indemnify and hold harmless each person who is now or

who shall hereafter serve as an officer, director, employee or agent of the League from and against any and all claims and liabilities, whether the same are settled or proceed to judgment, to which such person shall have become subject by reason of having heretofore or hereafter been taken or omitted by such person as an officer, director, employee or agent of the League, and shall reimburse each such person for all legal and other expenses (including the cost of settlement) reasonably incurred by such person in connection with any such claim, liability, suit, action or proceedings; provided, however, that no such person shall be indemnified against, or reimbursed for, any claims, liabilities, costs or expenses incurred in connection with any claim or liability or threat or prospect thereof, based upon or arising out of his own negligence or willful misperformance of such duties as such officers, directors, employees or agents. The determination of all questions as to the existence of negligence or willful misperformance as to the right of indemnification and reimbursement hereunder and the reasonableness of such costs and expenses may be made and shall be final and conclusive if made by the Board of Governors acting at a meeting at which a quorum is unaffected by self-interest (notwithstanding that other members of the quorum present but not voting may be so affected).

The rights accrued to any person under the provisions of this section shall not exclude any other rights to which such person may be lawfully entitled, nor shall anything herein contained restrict the rights of the League to indemnify or reimburse such person in any case, even though not specifically provided for in these bylaws.

**Section 3. Use of Funds and Dissolution** - The League shall use its funds only to accomplish the objectives and purposes specified in these bylaws, and no part of its funds shall inure, or be distributed, to the members of the League. On dissolution of the League, any funds remaining shall be distributed to one or more regularly organized and qualified professional society, trade association, charitable, educational, scientific or philanthropic organization to be selected by the Board of Governors.

**Section 4. Bonding** - Any person entrusted with the handling of funds or property of the League shall furnish, at the discretion of the Board of Governors and at the expense of the League, a fidelity bond approved by the Board of Governors in such a sum as the Board of Governors shall prescribe.

**Section 5. Budget** - With recommendations of the Treasurer, the Board shall adopt in advance of the next fiscal period an annual operating budget covering all activities of the League at the first meeting of the fiscal year.

## **ARTICLE XI - Amendments**

These bylaws may be amended, repealed or altered, in whole or in part, by favorable vote of a majority of the Board of Governors present at any regular or special meeting or by mail ballot.

**Adopted - October 10, 1978**  
**Amended - October 16, 1979**  
**Amended - May 13, 1988**  
**Amended - October 1, 1988**  
**Amended - October 5, 1991**  
**Amended - July 25, 2003**  
**Amended - July 20, 2009**

## Conference Sites and ILEA Past Presidents

- 1936 Cleveland, Ohio**  
J.E. North, Electrical League of Cleveland
- 1937 New York, New York**  
Ralph Neumuller, Electrical & Gas Assn. of New York
- 1938 Philadelphia, Pennsylvania**  
A.A. Gray, The Electric Association of Chicago
- 1939 None**
- 1940 Chicago, Illinois**  
G.W. Weston, The Electric Association of Kansas City
- 1941 Washington, District of Columbia**  
J.S. Bartlett, The Electric Institute of Washington
- 1942 Cleveland, Ohio**  
Carl H. Christine, St. Louis Electrical Board of Trade
- 1943 Cincinnati, Ohio**  
J.A. Morrison, The Electrical Association of Philadelphia
- 1944 Detroit, Michigan**  
William A. Ritt, North Central Electrical Industries
- 1945 Chicago, Illinois**  
\* E.P. Zachman, Cincinnati Electrical Association  
Victor W. Hartley, Pacific Coast Electrical Association
- 1946 New York, New York**  
Victor W. Hartley, Pacific Coast Electrical Association
- 1947 St. Louis, Missouri**  
W.G. Hills, The Electric Institute of Washington
- 1948 Washington, District of Columbia**  
S.E. Strunk, Electrical League of Cleveland
- 1949 Cleveland, Ohio**  
J.C. Chamberlain, Bureau of Home Appliances
- 1950 Boston, Massachusetts**  
A.H. Kessler, North Central Electrical League
- 1951 New Orleans, Louisiana**  
\* H.P. Wilson, Electrical Institute of Tri-Cities  
J.G. Waddell, Electric Institute of Boston
- 1952 Minneapolis, Minnesota**  
J.G. Waddell, Electric Institute of Boston
- 1953 San Francisco, California**  
R.B. Hubbard, Rocky Mountain Electrical League
- 1954 Philadelphia, Pennsylvania**  
Albert L. Maillard, Electrical League of Indiana
- 1955 Toronto, Ontario**  
Herbert E. Cook, Electrical Association of Detroit
- 1956 Detroit, Michigan**  
Edward J. McGinnis, Cincinnati Electrical Association
- 1957 Cincinnati, Ohio**  
Don E. Rosenthal, St. Louis Electrical Board of Trade

- 1958 Washington, District of Columbia**  
Glen L. Logan, Electric League of Los Angeles
- 1959 San Diego, California**  
John S. McDermott, Electric Association of Kansas City
- 1960 Kansas City, Missouri**  
C.C. Simpson, The Electric Association of Chicago
- 1961 Atlantic City, New Jersey**  
W.M. Freudigman, Electric League of Rhode Island
- 1962 Chicago, Illinois**  
Robert J. Harrison, Nebraska-Iowa Electrical Council
- 1963 Chattanooga, Tennessee**  
Harry J. Foy, Electric League of Ontario
- 1964 New York, New York**  
Paul J. McMillan, Electric League of Chattanooga
- 1965 St. Louis, Missouri**  
Harry Guest, St. Louis Electrical Board of Trade
- 1966 Phoenix, Arizona**  
R.N. Ruecker, Valley of the Sun Electric League
- 1967 Quebec City, Quebec**  
J.L. Blackledge, Electrical League of New York
- 1968 Minneapolis, Minnesota**  
Robert E. Lieb, North Central Electrical League
- 1969 New Orleans, Louisiana**  
\* Robert Duranleau, Quebec Electrical League  
Walter Vaughn, Jr., Pacific Coast Electrical Association
- 1970 Vancouver, British Columbia**  
Walter Vaughn, Jr., Pacific Coast Electrical Association
- 1971 Colorado Springs, Colorado**  
Frank E. Mueller, Electrical League of Cleveland
- 1972 Boston, Massachusetts**  
Louis C. Donaghue, The Electrical Assn. of Philadelphia
- 1973 Toronto, Ontario**  
William J. Rosol, Rocky Mountain Electrical League
- 1974 San Diego, California**  
A.A. Schwartz, Electric Industries Assn. of So. California
- 1975 Stone Mountain, Georgia**  
Robert C. Sanderson, Electrical Assn. of New Orleans
- 1976 Philadelphia, Pennsylvania**  
Andrew Durban, Electric Service League of Manitoba
- 1977 Dallas, Texas**  
William R. Regan, St. Louis Electrical Board

- 1978 Scottsdale, Arizona**  
Alden F. Krieg, Northwest Electric Light & Power Assn.
- 1979 Montreal, Quebec**  
Ivan Winsett, Georgia Electrification Council
- 1980 St. Louis, Missouri**  
William Irving, Greater Dallas Electrical League
- 1981 Seattle, Washington**  
Henry V. Oakwood, Electrical League of Indiana
- 1982 Boston, Massachusetts**  
Will J. Lutgen, Electric League of the Pacific Northwest
- 1983 San Francisco, California**  
Clarence Miller, Electrical Association of New Orleans
- 1984 New Orleans, Louisiana**  
Howard Hanson, Electric & Gas Industries Association
- 1985 Portland, Oregon**  
Jack Olson, Electric Service League of British Columbia
- 1986 Indianapolis, Indiana**  
Lynn Williams-Jacquemot, Oklahoma Electrical League
- 1987 Philadelphia, Pennsylvania**  
William G. Mullen, Electric League of Arizona
- 1988 Vancouver, British Columbia**  
Donald Davis, Greater Cincinnati Electrical Association
- 1989 St. Louis, Missouri**  
Klaas DeBoer, Jr., Intermountain Electrical Association
- 1990 Park City, Utah**  
Gloria Baysinger, St. Louis Electrical Board
- 1991 Minneapolis, Minnesota**  
Richard McCarten, Ontario Electrical League
- 1992 Houston, Texas**  
Maurine Barrett, Inland Northwest Electrical League
- 1993 Savannah, Georgia**  
John Rea, North Central Electrical League
- 1994 Toronto, Ontario**  
Nancy Rainey, Electrical League of Indiana
- 1995 Portland, Oregon**  
Rick Maladecki, The Electric Association of Philadelphia
- 1996 Chicago, Illinois**  
Clif Anderson, Western Power Institute
- 1997 Vancouver, British Columbia**  
Skip Morris, Nebraska - Iowa Electrical Council

- 1998 Kansas City, Missouri**  
Tracey Gallant, British Columbia Electrical Association
- 1999 Banff, Alberta**  
Olivia Golden, Electric League of Kansas/Missouri
- 2000 Niagara Falls, Ontario**  
Dwight Price, The Electric Association of Philadelphia
- 2001 Seattle, Washington**  
Dale Yohnke, North Central Electrical League
- 2002 Baltimore, Maryland**  
Tim Michel, Electric & Gas Industries Association
- 2003 Halifax, Nova Scotia**  
Tara Ternes, Alberta Electrical League
- 2004 Indianapolis, Indiana**  
Chuck Eckert, Electrical Association of Rochester
- 2005 Vancouver, British Columbia**  
Chuck Eckert, Electrical Association of Rochester
- 2006 Chicago, Illinois**  
Bill Regan, Electrical Board of Missouri & Illinois
- 2007 Toronto, Ontario**  
Barbette Cejalvo, British Columbia Electrical Association
- 2008 San Francisco, California**  
Barbette Cejalvo, British Columbia Electrical Association

**\* - Resigned prior to completion of term**