

BYLAWS

Illinois Association of Professional Process Servers (ILAPPS)

Article I: NAME

This association shall be known as the Illinois Association of Professional Process Servers, hereinafter referred to as ILAPPS.

Article II: PURPOSE

The specific purpose of ILAPPS is to promote, advance and perpetuate the process serving profession in Illinois through the following:

- 1) Create, maintain and enforce high ethical standards for the profession of process serving in Illinois;
- 2) Develop educational and training programs to improve the skills of professional process servers in Illinois;
- 3) Endorse legislation and administrative rules which enhance the interest of professional process servers in Illinois;
- 4) Contest legislation and proposed administrative rules that may harm the interest of professional process servers in Illinois;
- 5) Develop networking relationships with other professional process servers and with the professionals who utilize the services of professional process servers.

Article III: MEMBERSHIP

Section 1. General Membership

General membership in ILAPPS is open to all professional process servers who serve legal process in the State of Illinois.

Section 2. Qualifications for membership

At the time of application, all applicants must provide ILAPPS with proof of authority to serve legal process within the State of Illinois which demonstrates compliance with the Illinois Code of Civil Procedure.

Section 3. Associate Members

Associate membership in ILAPPS may be granted at the discretion of the Board of Directors to the following: (1) professional process servers outside of Illinois who are in good standing in their home jurisdiction; (2) professionals served by our industry; and (3) businesses or individuals who provide goods or services to the industry.

Section 4. Annual Membership Dues

The annual dues shall be set by the Board of Directors and are subject to change by a majority vote of the qualified voting membership present at the annual meeting.

The fiscal year covering the payment of dues shall be July 1st to June 30th of the following year.

A member whose dues have not been paid by July 31st of any year shall be considered delinquent. If the dues have not been paid by August 31st of that year, membership shall be forfeited. Reinstatement shall be allowed on the terms and conditions as approved by the Board of Directors.

Section 5. Application for Membership

All applications for membership must be completed in full on a form provided by the Association. PERC employees must submit a letter of support from their primary agency agent in charge along with their application. Each application must be accompanied by one year's Association dues. No applicant shall be considered for membership if the applicant has been convicted of a felony within the past five (5) years in any jurisdiction within the United States of America or who has had their license or privilege to serve legal process revoked by any issuing authority in any other state unless said conviction or revocation has been pardoned or expunged.

Section 6. The Secretary shall publish the names of all applicants to the membership. If no objection is received within 30 days after publication, the applicant is accepted. If an objection is received within 30 days the Secretary shall advise the applicant and the applicant may submit a written response to the objection or request to appear in person before the Board of Directors to answer questions regarding the objection and their qualifications for membership. The Board of Directors shall accept or reject by majority vote the application of any person for whom a timely objection is received.

Article IV: ELECTION OF OFFICERS AND DIRECTORS

Section 1. The officers shall consist of a President, Vice President, Secretary and Treasurer. Term of each officer shall be from annual meeting to annual meeting.

Section 2. Starting in the year 2015, no member shall be eligible to be an officer or director until they have been a member in good standing for at least two consecutive years.

Section 3. The immediate past president shall serve one year as a director on the Board of Directors.

Section 4. Four directors shall be elected unless the current president is re-elected, in which event, five directors shall be elected. Three of the directors shall be elected with one director representing each of the three federal court districts in Illinois (Northern, Central, and Southern). The fourth director shall be a director "at large" and may be from anywhere within the State of

Illinois. The fifth director, if needed, shall be elected from one of the two federal court districts having the least representation on the Board of Directors. It is the express intent of this section to create a geographically balanced Board of Directors.

Section 5. For the purposes of this article, the residency of an officer or director shall be determined by the primary office location in Illinois listed in the membership directory of the organization (ILAPPS). In determining a member's actual physical principle place of business, the following criteria shall be considered: (1) the address listed on the member's Private Detective or Private Detective Agency license; (2) a PERC employee shall be a resident of their employer's principle place of business; (3) the actual physical residence as shown on their driver's license, or other official identification, for the purposes of their employer's principal place of business. For the purposes of this section, a member shall not be permitted to run for office using only a Post Office Box (PO Box), Private Mail Box (PMB), or other "mail drop" as their address. All candidates for office shall be required to truthfully disclose the actual physical address of their principle place of business to the Secretary upon nomination. Any member found to be non-complaint with this section shall be subject to discipline and/or removal upon a two-thirds vote of the Board of Directors.

Section 6. Officers and directors shall be elected by a simple plurality vote of the members in good standing who are present at the annual meeting. Any member qualified to hold office may be nominated and run for office. Nominations or declarations of candidacy for executive office i.e. President, Vice President, Secretary or Treasurer, must be submitted to the Secretary no sooner than 30 days but no later than the close of business on the day before the annual meeting for the election of officers. Ballots shall be prepared by the Secretary and all elections for officers and directors shall be conducted by secret ballot. Following the vote count and announcement of executive officers-elect, nominations will be entertained from the floor for the election of the three Regional Directors. Following that election and announcement of winners, nominations will be entertained from the floor for the election of At-Large Director(s). In the event of a tie, the election shall be decided by the flip of a coin to be conducted by the President in the presence of all candidates involved and the secretary. All members wishing to vote for officers and/or directors shall be present in-person; no proxies shall be allowed.

Section 7. At no time shall more than one officer or director be affiliated with the same firm. For the purposes of this section, affiliation shall mean being an officer, owner, manager, member, shareholder ($\geq 5\%$), or employee who is associated with the firm in question. All members have an affirmative duty to disclose affiliations and comply with this section. Any member found to be non-complaint with this section shall be subject to discipline and/or removal upon a two-thirds vote of the Board of Directors. It is the express intent of this section to create a Board of directors that is not dominated by any one firm.

Section 8. No member shall hold the office of President for more than two (2) consecutive terms.

Section 9. A vacancy in any office or directorship shall be filled by majority vote of the Board of Directors; and all appointments pursuant to this section shall be in compliance with all other sections of Article V.

Section 10. No officer, director or committee member shall be entitled to any pay, stipend, or reimbursement for lodging, travel, meals, or other expenses, unless approved by majority vote of the Board of Directors.

Article V: DUTIES OF ELECTED OFFICERS AND BOARD OF DIRECTORS

Section 1. The President shall preside at all meetings, shall make all appointments that are deemed necessary to administer ILAPPS, and shall submit at the annual meeting an annual report describing programs and Board of Director actions.

Section 2. The Vice President shall perform the duties of the office of President whenever the President is unable to do so.

Section 3. The Secretary shall cause to be recorded the minutes of all Board meetings and the annual meeting.

Section 4. The Treasurer shall be responsible for overseeing all fiscal policies and procedures adopted by the Board of Directors.

Section 5. A petition, signed by members in good standing representing fifteen (15) percent of the total general membership requesting the holding of an election for the purpose of recalling an officer or member of the Board of Directors shall be filed at any time with the Secretary. If recall is for the Secretary, the petition shall be filed with the President. After verification of signatures, the President shall certify the petition and immediately direct a ballot be mailed to each member. The ballot shall read as follows:

Shall –name of officer or director – be recalled?

Yes No

A “yes” vote shall be counted as for the recall and a “no” vote shall be counted as against the recall. Only members in good standing shall be entitled to vote at such election. Such a recall shall require two-thirds affirmative vote of executed ballots received by the Secretary or President within fifteen (15) days. If the recall is successful, the Board of Directors may fill the vacancy at its next meeting in compliance with Article IV.

Article VI: DISCIPLINE

Section 1. The Board of Directors shall adopt procedures for arbitration and grievance. All members shall be bound by the arbitration and grievance procedures as adopted by the Board of Directors. The Board of Directors may, in its sole discretion, approve or disapprove any

penalties recommended by an arbitration or grievance committee, including, but not limited to, censure, suspension of membership, and revocation of membership.

Section 2. Membership shall only be suspended or revoked by the Board of Directors for serious and/or repeated violations of these Bylaws and/or the ILAPPS Code of Ethics. No member may be censured, or have their membership suspended or revoked, except pursuant to a procedure which is fair and reasonable, and is carried out in good faith.

Section 3. No member may be censured, or have their membership suspended or revoked, without first receiving written notice of the reasons for the proposed action. Said written notice shall be provided to the member not less than fifteen (15) days prior to the meeting of the Board of Directors when a vote on such action is scheduled to be held. A member shall have the opportunity to be heard before the Board of Directors, either orally or in writing, before the Board of Directors takes any final action in a disciplinary matter. A member shall be deemed to have received proper notice when said notice is sent by the Secretary by Certified Mail to the last known address of the member as listed in the ILAPPS directory.

Section 4. Any member who loses their license, registration, or other authority to lawfully serve legal process within the State of Illinois shall be expelled from ILAPPS by majority vote of the Board of Directors.

Section 5. Any member who has engaged in egregious misconduct that has placed the profession or ILAPPS into a negative light shall be expelled from ILAPPS by two-thirds majority vote of the Board of Directors.

Section 6. Disciplinary action taken by the Board of Directors shall be commensurate with the violation and may range from censure to revocation of membership. All disciplinary actions taken by the Board of Directors shall be considered final upon certification of the vote by the Secretary; however, a member may appeal a disciplinary decision to the membership, and the action taken by the Board of Directors may be overturned at the annual meeting upon a two-thirds majority vote of the members present. If a disciplinary action is overturned by the membership, the Board of Directors shall reinstate the member immediately; and the Board of Directors shall forever be barred from revisiting the matter at issue.

Article VII: MEETINGS

Section 1. An annual meeting shall be held at a site chosen by the Board of Directors. Officers' reports, committee reports and any new or old business shall be discussed at the meeting.

Section 2. Meetings of the Board of Director shall be called by the President. A Board meeting must be called within thirty (30) days if requested by three (3) members of the Board of Directors, or if petitioned for by a majority of the members. The membership shall be notified of

all meetings of the Board of Directors. The Secretary, or his designate, shall keep minutes of all regularly scheduled meetings and those minutes shall be made available to all members.

Section 3. Special meetings of the Board may be held by mail or telecommunications. The Secretary, or his designate, shall keep minutes of all special meetings and those minutes shall be made available to all members.

Section 4. Members shall be admitted to all meetings and conferences except executive sessions. Non-members may be admitted to all meetings and conferences unless disapproved by a majority of the members present. Only meetings involving the personal affairs of any individual or involving issues deemed confidential by a majority vote of the Board of Directors present may be held in executive session. The Secretary, or his designate, shall keep minutes of all executive sessions and those minutes shall be available to all ILAPPS officers and directors; and make available to all members when the Board of Directors determines that the matter is no longer confidential.

Section 5. Robert's Rules of Order shall govern the conduct of all meetings.

Article VIII: AMENDING THE BYLAWS

Section 1. Proposed bylaw amendments must be submitted to the Secretary not less than sixty (60) days prior to the date of the annual meeting and published to the membership not less than thirty (30) days prior to the annual meeting. The Secretary shall cause the proposed bylaw amendments or revisions to be published to the membership, on the ILAPPS Web site and/or by other reasonable means not less than thirty (30) days prior to the annual meeting.

Section 2. The bylaws may be amended or revised by an affirmative vote of at least two-thirds of the votes cast at the annual conference.

Section 3. Bylaw amendments or revisions may be acted upon only at the time published in the conference agenda unless majorities of the membership present at that time agree to a later time for further action on them.

Section 4. The bylaws may also be amended or revised by unanimous vote of the Board of Directors; however, any such change must be ratified by majority vote of the general membership at the next annual meeting to become permanent.

ILAPPS CODE OF ETHICS

Each member agrees to abide by the provisions and principles set forth herein when dealing with clients, general public, associate members and associates in business as follows:

Duties to Clients, General Public, Legal Entities

All work shall be performed in a lawful, professional and ethical manner. In the conduct of a member's professional and non-professional activities, nothing shall be done that would impugn the position, reputation, or name of this Association, its members, or the process serving profession. Everything shall be done to avoid an appearance of impropriety and to protect the rights, interests and confidentiality of clients, entities being served, and the legal profession as a whole.

Professional Standards

A member shall know and observe all standards that govern the process serving profession. Each member agrees to comply with and keep current during the tenure of his membership all necessary business licenses, bonds, permits, and any other requirements mandated by the city or county in which the member conducts business.

Respect of Clientele of Fellow Members

Each member agrees to handle work sent to him by another member in a timely, professional and ethical manner. It is unethical for a member to contact another member's client unless specifically directed to do so.

Proofs of Service

Each member shall service process in a timely manner and shall execute the appropriate Affidavit or Proof of Service in the form and content and within the time required by the court or agency before which a matter is pending and the process issued. All Illinois Rules of Civil Procedure and any/all applicable civil statutes pertaining to the service and return of service of civil process shall be observed at all times.

Financial Responsibility

Each member agrees to promptly pay for services rendered by another member unless other specific arrangements have been made. A member, whether or not an owner of the firm or business for which he or she works, is responsible for the lawful, professional and ethical conduct of that firm or business, and its employees. No member shall withhold submission of a proof, affidavit, or return of service in exchange for payment.