

Iowa Association for Communication Technology (IACT) By-Laws

Article I - Organization

Section I. Name

This association is a non-profit association under the laws of the State of Iowa and will be known as the Iowa Association for Communication Technology (hereinafter referred to as the "Association").

Section II. Address

The address of the Association will be the current address of the President.

Section III. Purpose and Goal

The purpose of this Association is to provide a forum for and support to providers of communication technology services in Iowa institutions, businesses, and other agencies involved in education and training.

A goal of the IACT Association is to provide access to information about communication technology, information technology, and instructional media through the use of conferences, tours and networking opportunities.

Section IV. Membership

- A. General membership is open to any individual who subscribes to the objective(s) of the Association.
- B. Student membership is open to any collegiate-level student. Student members shall enjoy full voting rights. Student membership and conference fees shall be fifty percent (50%) of general member fees. Student status shall be determined annually by verification of the collegiate department head that the student is enrolled in at least six (6) semester credit hours.
- C. The membership year shall run for October 1 to the succeeding September 30.
- D. Membership fees shall be determined by the Board of Directors, subject to the approval of the membership.

Article II - Board of Directors

Section I. General Powers

The business and affairs of the Association will be managed by the Board of Directors. The Board will be subject to the orders of the Association, and none of its actions shall conflict with action taken by the Association.

Section II. Number and Term of Directors

- A. The number of directors shall be nine (9).
- B. The term of each director shall be three (3) years, and no director shall be allowed to serve more than two (2) consecutive terms.
- C. Directors shall serve from the annual fall Association meeting or October 1, whichever comes later, until their successors shall have been duly elected or until they resign.

Section III. Election of Directors

- A. In order to preserve continuity through staggered terms, three (3) directors shall be elected each year.
- B. Nominations for vacancies to be filled shall be made by the Nomination and Election Committee.
- C. The election of Directors shall take place during the month of September.
- D. The directors shall be elected by mail ballot listing each candidate nominated by the Nomination and Election Committee and approved by majority vote of the Board of Directors. The ballots shall be mailed to each member in good standing not later than twenty-one (21) days prior to the deadline for receiving ballots. The three (3) candidates receiving the highest total votes shall be deemed elected.

Section IV. Vacancies

A vacancy on the Board of Directors shall be filled temporarily by the Board of Directors until a new individual is elected to fill the vacancy at the next annual meeting.

Section V. Meetings

- A. The Board of Directors shall meet at least two (2) times each year at a time determined by the Board.
- B. For the purposes of conducting a meeting, a quorum shall be determined to exist when six (6) members of the Board of Directors are present.
- C. Special meetings may be called by the president or at the request of any six (6) of the directors.
- D. Written notification of Board meetings is to be mailed to each director at least ten (10) days prior to the meeting.

Article III - Officers

Section I. Number

The officers of the Association shall consist of a president, a vice-president, a secretary, and a treasurer, or other officers, if any, as may be determined by the Board of Directors.

Section II. Election and Term

- A. The officers of the Association shall be elected by and from the Board of Directors.
- B. Any two offices may be held by the same person.
- C. Vacancies may be filled or new offices created and filled at any meeting of the Board of Directors.
- D. Officers shall take office during the annual fall Association meeting or October 1, whichever comes later.
- E. Each officer shall hold office until his/her successor shall have been duly elected or until he/she shall resign.

Section III. President

- A. The president shall be the principal executive officer of the Association and shall, in general, supervise and control all of the business and affairs of the Association, subject to all meetings of the Board of Directors.
- B. The president shall preside at all meetings of the Board of Directors.
- C. The president may sign, with the secretary or any other appropriate officer of the Association authorized by the Board of Directors, contracts or other instruments which the Board of Directors has authorized to be executed
- D. In general, the president shall perform all duties incidental to the office of president and such other duties as may be prescribed by the Board of Directors from time to time.

Section IV. Vice-President

- A. In the absence of the president, the vice-president shall perform the duties of the president and, when so acting, shall have all the powers of and be subject to all the restrictions upon the president.
- B. The vice-president shall perform such other duties as from time to time may be assigned to him/her by the president or by the Board of Directors.

Section V. Treasurer

- A. The treasurer shall be responsible for all funds of the Association; receiving and giving receipts for monies due and payable to the Association and deposit all such monies in the name of the Association in such banks, trust companies, or other depositories as shall be selected in accordance with these bylaws.
- B. The treasurer shall, in general, perform all duties incidental to the office of treasurer and such other duties as from time to time may be assigned him/her by the president or by the Board of Directors.

Section V. Secretary

- A. The secretary shall keep the minutes of all Board of Directors meetings and Association meetings; see that all notices are duly given in accordance with the provisions of these bylaws, and, in general, perform all duties incidental to the office of secretary, and such other duties as from time to time may be assigned to him/her by the president or by the Board of Directors.

Article IV - Association Meetings

Section I. Regular Meetings

- A. The Association shall hold at least two (2) regular meetings each year (one of which shall be the Annual Meeting) at a time and place determined by the Board of Directors.
- B. Meeting announcements are to be mailed to each member of the Association at least ten (10) days prior to the meeting.

Section II. Special Meetings

- A. Special meetings may be called by the president or by the Board of Directors, and shall be called by the president upon the written petition of twenty (20) members of the Association.
- B. Written notification of special Association meetings is to be mailed to each member at least ten (10) days prior to the meeting.

Section III. Annual Meeting

- A. The Annual Meeting shall be held each year at a convenient place and time, as may be designated by the Board of Directors at least one month prior to said Annual Meeting.
- B. At the Annual Meeting, the president shall announce the results of the election of new directors, and conduct other appropriate business of the Association.
- C. For purposes of conducting the Annual Meeting, a quorum shall be determined to exist when at least 3 Board of Directors members plus at least five (5) percent of the remaining Association membership are present.

Article V - Finances

Section I. Fiscal Year

The fiscal year shall be from October 1 through the succeeding September 30.

Section II. Dues

- A. The primary purpose of membership dues or meeting fees, if necessary, is to meet the operating expenses of the Association.
- B. Annual membership dues shall be determined by the Board of Directors, subject to the approval of the membership.

Section III. Income

Income derived from membership, gifts, and income from all other sources, unless otherwise designated, shall be utilized as determined by the Board of Directors.

Section IV. Dissolution

Should the Association dissolve, for whatever reason, all assets shall be distributed to like organizations qualifying under 501 (c) (6).

Article VI - Committees

Section I. Standing Committees

- A. Standing committees shall be designated and appointed by the president to serve until the next Annual Meeting of the Association.
- B. The following committees shall constitute the permanent standing committees of the Association:

Executive Committee - The Executive Committee shall consist of the officers of the Association. Duties include administration of Association affairs that do not require the attention of the entire Board. The President shall determine whether a matter shall be decided upon by the Executive Committee or shall be placed before the entire Board.

Membership Committee - The Membership Committee shall consist of one Chair from the Board of Directors and as many members of the Association as deemed necessary. Duties include recruiting Association members, conducting membership drives, and leading promotional efforts in the marketing of the Association.

Nomination and Election Committee - The Nomination and Election Committee shall be comprised of two members of the Board of Directors and as many members of the Association as deemed necessary. Duties include the coordination of the nomination and election for the Association Board of Directors.

Section II. Ad Hoc Committees

Ad Hoc committees may be appointed by the President and by the Board of Directors.

Article VII - Books and Records

The financial books and records of the Iowa Association for Communication Technology may be inspected by current members of the Association upon giving the custodian of such books and financial reports reasonable notice. This right of inspection shall not include the right to remove the books or the right to receive copies of said items.

Article VIII - Contracts, Checks, and Deposits

Section I. Contracts

The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association, and such authority may be general or confined to specific instances.

Section II. Checks, Drafts, etc.

All checks, drafts, or other orders for the payment of monies, notes, or other evidence of indebtedness executed in the name of the Association shall be signed by such officer or officers, agent or agents of the Association, and in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section III. Deposits

All funds of the Association not otherwise employed shall be deposited from time to time to the credit of the Association in such banks, trust companies, or other depositories as the Board of Directors may select.

Article IX - Parliamentary Authority

The rules contained in the current editions of Robert's Rules of Order, Newly Revised or its successors thereto shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules or order which the Association may adopt.

Article X - Amendments

- A. These Bylaws may be modified, altered, or amended at any regular meeting of the Association by a majority vote of the members present at said meeting.
- B. Any amendment of these Bylaws shall be proposed in writing to the secretary, and notice of such amendments shall be given by the secretary to each member of the Association not less than ten (10) days in advance of the meeting at which such amendments are to be voted on.