

1 **BYLAWS AS AMENDED JUNE 18, 2010**

2 **IOWA CHAPTER NO. 41 - INTERNATIONAL RIGHT OF WAY ASSOCIATION**

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23 **ARTICLE I - GENERAL**

24  
25 Section 1. The name of this chapter shall be Iowa Chapter No. 41, International Right of Way Association.

26  
27 Section 2. This Chapter is a Chapter of the International Right of Way Association, a corporation formed under  
28 the laws of the State of California and all its rights and powers are subject to the laws of said State, the Articles  
29 of Incorporation of said Association, and the Bylaws, Rules and Regulations of said Association, including the  
30 requirement that all Bylaws and amendments thereto are not effective until their approval by the International  
31 Executive Committee of said International Right of Way Association.

32  
33 Section 3. Each member of this Chapter must conduct himself or herself in such a manner as to reflect the  
34 honesty and the integrity required by the Code of Ethics and the Rules of Professional Conduct of the  
35 International Right of Way Association. A member may be suspended or expelled from this Chapter and from  
36 said Association on such grounds and in the same manner as provided for in the International Bylaws.

37  
38 Section 4. This Association being non-political, non-partisan and non-sectarian, no member shall present  
39 himself or herself as a representative of the Association without proper authorization from the Association. In  
40 any presentation wherein a member is in anyway identified as a member of the Association, said member shall  
41 specifically indicate that the opinions and are not intended to reflect policy positions of the Association or this  
42 Chapter.

43  
44 Section 5. The administrative year of this Chapter shall be from July 1 to June 30.

48 **ARTICLE II - MEMBERSHIP**

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50 The classes of membership in this Chapter and the requirements for such membership shall be those established  
51 in the International Bylaws of the International Right of Way Association.

52 **ARTICLE III - MEETINGS**

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54  
55 Section 1. Regular meetings of this Chapter shall be held at the times and places designated by the President.  
56 Regular meetings shall be held a minimum of three times each calendar year at intervals not less than 28 days  
57 apart. A scheduled regular meeting, except the annual meeting, may be postponed by the President with the  
58 concurrence of a majority of the Chapter Executive Board.

59  
60 Section 2. An annual meeting of the members of this Chapter shall be held prior to the fifteenth day of the  
61 second to last month of each administrative year. Annual reports of all officers and committees will be  
62 presented at that time. Chapter officers, including International Directors, for the coming year shall be elected  
63 at said meeting and such other business as may be presented may be presented may be conducted.

64  
65 Section 3. Special meetings may be called at any time by the President and shall be called upon receipt of a  
66 written request signed by four members of the Chapter Executive Board or by ten active members of the  
67 Chapter.

68  
69 Section 4. Notice of all meetings shall be given to the active members in writing or by telephone at least five  
70 days prior to such meeting.

71  
72 Section 5. Seven (7) active members or ten percent (10%) of the active membership of the Chapter, whichever  
73 is larger, shall constitute a quorum.

74 **ARTICLE IV - OFFICERS**

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77 Section 1. The officers of this Chapter shall be a President, President-Elect, Secretary and Treasurer, and  
78 together with such other officers as may be appointed by the President with the concurrence of the Executive  
79 Board.

80  
81 In addition to the officers listed above, there shall be elected each year from the active membership of the  
82 Chapter a member to serve as a member of the International Board of Directors of the International Right of  
83 Way Association. Said International Director shall be elected for a two-year term so as to comply with the  
84 International Bylaws providing for two directors from each Chapter.

85  
86 Section 2. Except for the Office of President, which shall be filled by a duly elected President Elect one year  
87 following election and installation as President Elect, and except for officers appointed by the President as  
88 provided in Section 1 of this Article, all officers shall be elected by ballot from the active membership of the  
89 Chapter. The officers so elected shall serve for one year terms beginning the July 1<sup>st</sup> following election, or until  
90 their successors are duly elected or appointed and installed. Officers appointed by the President shall serve for  
91 one year or until their successors are duly elected or appointed and installed. The President shall serve for a one  
92 year term.  
93

94 Section 3. If the office of International Director shall be vacant, the Chapter shall, at an election scheduled for  
95 and held at the next regular meeting of the Chapter following the date the vacancy occurs, elect a Director to  
96 hold the office during the unexpired term. If the Chapter fails to elect a new Director and to certify such election  
97 to the International Secretary prior to the next meeting of the International Board of Directors, the Board, by  
98 majority vote of those directors in attendance, shall elect a director from the membership of the Chapter present  
99 at the Board of Directors meeting who shall hold office for the unexpired term.

100  
101 If the office of the President shall become vacant, the President-Elect shall immediately succeed to the duties  
102 and office of President. In the event of the vacancy in any other office except the offices of President Elect or  
103 International Director, said office shall be filled by the President from the active members of the Chapter with  
104 the concurrence of the Chapter Executive Board.

105  
106 Section 4. No officer may be re-elected to the same office until two years have elapsed following the end of the  
107 term to which elected, provided, however, that this limitation shall not apply to the Secretary and Treasurer or  
108 International Director.

109  
110 Section 5. The officers of this organization shall perform duties as herein set forth.

111  
112 A. International Directors. The International Directors shall act as liaison between the International and Chapter  
113 structures of the Association working in close cooperation with the Regional Chairman and Vice-Chairman.  
114 They shall inform the Chapter Executive Board of all actions and activities occurring at meeting of the  
115 International Board of Directors and of such other matters as may come to their attention.

116  
117 B. President. The President shall be the chief Executive Officer of the chapter and ex-officio member of all  
118 committees and shall, subject to the control of the Executive Board, have general supervision, direction and  
119 control of the business and officers of the Chapter. The President shall preside at all meetings of the chapter  
120 and the Executive Board, and shall have the general powers and duties usually vested in the office of President,  
121 and such other powers and duties as may be prescribed by the Bylaws of the Association, this Chapter or the  
122 Chapter Executive Board.

123  
124 C. President-Elect. The President-Elect shall perform such duties as may be prescribed by the Chapter  
125 Executive Board or President. The President-Elect shall act as ex-officio for the President in the case of absence  
126 or disability of the President; shall advise and assist the President when called on to do so, and shall perform  
127 such other duties as may be required by the Executive Board. In the case the office of President becomes  
128 vacant, the President-Elect shall become President. In addition to the above responsibilities, upon election, the  
129 President-Elect shall select the committee chairpersons, except the chairperson for the Chapter Professional  
130 Development Committee, for the following year and shall perform other necessary and appropriate duties in  
131 preparation for the serving as President.

132  
133 D. Secretary. The Secretary shall keep a book of minutes of all the meetings of the Chapter and the Chapter  
134 Executive Board, and shall carry on all the correspondence of the Chapter. The Secretary shall perform other  
135 duties as are delegated to that office by the Chapter's Executive Board.

136  
137 E. Treasurer. The Treasurer shall receive all funds of the Chapter and keep a proper record thereof, shall deposit  
138 them in a convenient responsible bank and disburse them only upon receipt of proper authority from the  
139 Chapter Executive Board. The Treasurer shall provide financial reports as required by the IRWA Headquarters

140 in a timely fashion. The Treasurer shall perform such other duties as are delegated to that officer by the  
141 Chapter's Executive Board.

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143 **ARTICLE V - EXECUTIVE BOARD AND COMMITTEES**  
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145 Section 1. Executive Board. The elected Chapter officers, immediate Past President, and the Committee  
146 Chairpersons shall constitute the Executive Board of this Chapter. The Executive Board shall have the power  
147 and duty to conduct and direct all of the business and affairs of the Chapter.

148  
149 Section 2. Standing Committees. There shall be in this Chapter, certain standing committees as provided in  
150 this Article. Unless specifically provided otherwise herein, the Chairperson and members of each standing  
151 committee shall be appointed by the President-Elect immediately after taking office. They shall be appointed  
152 from the active members of the Chapter to serve at the pleasure of the President. The President, or in the case  
153 of disability or absence of the President, the President-Elect, shall be an ex-officio member of each standing  
154 committee.

155  
156 Section 3. Committee on Nominations and Elections. A Committee on Nominations and Elections shall be  
157 appointed by the President not later than the end of the seventh month of the administrative year and shall  
158 consist of a Chairperson and at least three members. This committee shall present and recommend a slate of  
159 officers to the membership for their consideration not later than the ninth month of the administrative year.

160  
161 Section 4. Professional Development Committee. There shall be in this chapter a Professional Development  
162 Committee, consisting of either three (3) members or a multiple of three (3) members, each of whom shall be  
163 elected or appointed by the President for a three (3) year term. The Chairperson of said Chapter's Professional  
164 Development Committee must have attained the designation of Senior Member-International Right of Way  
165 Association and the other members of the Professional Development Committee, if not designated as Senior  
166 Member, should be an SR/WA Candidate or possess an IRWA Discipline Certification whenever possible.

167  
168 Section 5. Education Committee. There shall be in this Chapter an Education Committee, consisting of three  
169 members, each to be appointed by the President for a three-year term; provided, however, that at the time of the  
170 initial appointment of the membership of said committee, that one-third of said members shall be appointed for  
171 a one year term, one-third of said members shall be appointed for a one year term, one-third for a two year term,  
172 and the remaining one-third for a full three year term.

173  
174 Section 6. Other Committees. There may be such other standing or ad hoc committees as the Executive Board  
175 shall from time to time determine to be necessary, provided, however, that there shall be established in this  
176 Chapter, Committees corresponding to those certain International Committees designated for Chapter  
177 counterparts by the International Board of Directors or the International Executive Committee.

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179 **ARTICLE VI - DUES**  
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181 Section 1. Annual dues of the active members of this Chapter shall be such sum as is provided by the  
182 International Bylaws of this Association as and for the annual per capita assessment plus the sum of for  
183 Chapter dues, established by the Executive Board, which may from time to time be adjusted by the Executive  
184 Board.

185 Section 2. In addition to the dues required herein, all applications for active membership shall be accompanied  
186 by an initiation fee of \$20.00

187 Section 3. Annual dues of Associate Members of this Chapter shall be \$20.00.  
188

189 Section 4. Annual dues of Retired Members of this Chapter and Association shall be \$20.00 if said member  
190 does not have a subscription to the Right of Way magazine, or \$40.00 if such subscription is desired by the  
191 Retired Member.  
192

193 **ARTICLE VII - RULES OF ORDER**  
194

195 Except as otherwise provided in these Bylaws, the Robert's Rules of Order are hereby adopted as the rules for  
196 the procedure and conduct of all meetings of this Chapter and its Executive Board and Committees.  
197

198 **ARTICLE VIII - AMENDMENTS**  
199

200 These Bylaws may be repealed, amended or new bylaws adopted at any regular meeting of the Chapter by an  
201 affirmative two-thirds vote of the active members present after the same has been submitted in writing and read  
202 at the previous regular meeting or a copy thereof sent by mail to active members of the Chapter at least 10 days  
203 prior to the meeting. Said action of the Chapter shall not become effective until approved by the International  
204 Executive Committee or its designee.  
205

206 Approved May 31, 2010 by Eric Finn, IRWA General Counsel

207 Approved June 18, 2010 by Members at Chapter 41 Quarterly Meeting