

IOWA SCHOOLS BUILDING & GROUNDS ASSOCIATION BY LAWS

2018

ARTICLE I

Definition

SECTION 1. As Used in these By-Laws, Association shall mean the Iowa Schools Building & Grounds Association, a not for profit corporation.

ARTICLE II

Name and Location

SECTION 1. The Association shall be located in the State of Iowa.

ARTICLE III

Membership

SECTION 1. Active membership shall be available to Iowa School and Educational Agencies within the State of Iowa. They may be represented by persons from the management of the facilities of said organizations provided:

(a) that such person is not engaged in the sale or commercial promotion of sanitation/maintenance materials or equipment.

(b) that such person is not employed by a contract service company.

1.1 LIFE MEMBERSHIP: Maybe granted to Active members who upon retirement have had a minimum of five years of membership in the association and are in good standing with the association. A request in writing must be made to the Association President for a paid up life membership.

1.2 Life Members are entitled to: Request specific subjects for presentation, and/or discussion at meetings of the Association.

1.3 Attendance at monthly meetings.

1.4 Bring guests to the monthly business meetings. (Note: a meal charge will be assessed.)

SECTION 2. All applications for membership shall be acted upon by the Board of Directors.

SECTION 3. The Board of Directors may from time to time create or dissolve new categories of membership.

SECTION 4. Failure to pay dues with-in ninety (90) days after notification shall be cause for suspension of membership privileges. Suspension of privileges may lead to revocation of membership by the Board of Directors.

SECTION 5. Before revocation of membership, the President will communicate with said member to try to retain membership.

ARTICLE IV

Finances

SECTION 1. The fiscal year shall run from July 1 to June 30.

SECTION 2. Based on the recommendations of the Budget and Finance Committee, The Board shall adopt an annual operation budget covering all activities of the Association at least sixty (60) days in advance of the next fiscal period.

SECTION 3. All funds received, handled, and expended shall be accounted for as specified by the Board of Directors. The financial records of all funds received, handled, and expended shall be audited annually by a firm or persons selected by the Board. The Treasurer shall maintain Association funds in an insured banking institution of his/her choice with the concurrence of the Board of Directors.

SECTION 4. Within ninety (90) days following the end of each fiscal period, the Treasurer shall furnish the membership a financial report for the year just completed.

ARTICLE V
Board of Directors

SECTION 1. The affairs of the Association shall be governed by a Board of Directors. The Board shall consist of the President, Vice President, Secretary, Treasurer, and five Board Members.

Duties of the Board of Directors

A. President:

1. Shall be the Executive Officer of the State Association.
2. Shall preside over all meetings of the State Association.
3. Shall prepare the agenda for the State business meetings.
4. Shall represent or designate an Association Representative to attend necessary non-Association functions.
5. Shall have the authority to contact a lawyer or CPA as needed.
6. Shall appoint all committees of the Association.
7. Shall have the authority to hire an Executive Administrator with the authorization of the Executive Council.

B. Vice President

1. Shall perform such duties as the Association President may from time to time designate.
2. Shall, in the absence of the President, preside at all meetings and assume all other necessary duties.

C. Secretary

1. Shall be responsible for keeping and preserving minutes of the proceedings of all meetings.
2. Shall perform such other duties as the Association President may from time to time designate.
3. Shall be responsible for the publishing of a yearly membership list.
4. Shall in the absence of the President, President Elect and Vice President, preside at all meeting and assume all other necessary duties.

D. Treasurer

1. Shall perform such other duties as the Association President may from time to time designate.
2. Shall render a financial report at each meeting.
3. Shall see the accounts of the Association are audited and reported as prescribed by Federal and State law.
4. Shall make all disbursements against the Association:
(2) two Association officer signatures are required on all checks.

5. Shall in the absence of the President, Vice President, and Secretary preside at all meetings and assume all other necessary duties.

SECTION 2. All Board Members shall have one vote, except the President: he/she will vote only to break a tie.

SECTION 3. Voting rights of a Director shall not be delegated to another or exercised by proxy. When any Director is unable to attend a regular or special meeting of the Board of Directors, said Director may vote by absentee ballot, duly acknowledged. Directors who cannot attend the meeting in person may use telephonic means to communicate with the board as the meeting is taking place.

SECTION 4. The Board of Directors may, in its discretion, by affirmative vote of two-thirds (2/3) of its members, remove any Director for cause.

4.1 Attendance – Board Meetings. Board membership is required, but is not limited.

4.2 Attendance of 50% threshold calculation based on meetings attended and meetings scheduled for the year, the board member will be contacted regarding corrective action which may include termination from the board.

4.3 The President or the Vice-President will be responsible for contacting board members and discussing any corrective action plans.

SECTION 5. Any vacancy occurring in the Board of Directors between regular elections shall be filled by the President with two-thirds (2/3) approval of other members of the Board. A Director so appointed to fill a vacancy shall serve the unexpired term of the predecessor.

SECTION 6. Four (4) members of the Board of Directors shall constitute a quorum to transact business.

SECTION 7. A regular meeting of the Board of Directors shall be held no less than two (2) times during each administrative year at such time and place as the Board may prescribe. Notice of all such meetings shall be given to the Directors not less than thirty (30) days before the meeting is held. The Board of Directors may also use electronic or teleconference to have board meetings. Special meetings of the Board may be called by the President or at the request of the Board of Directors not less than seventy-two (72) hours before the meeting is to be held.

SECTION 8. The Board of Directors shall establish the policies that shall be binding upon the activities and membership of the Association.

SECTION 9. Action taken by a mail ballot of the members of the Board of Directors, in which at least two-thirds (2/3) of such Directors, in writing indicate themselves in agreement, shall constitute a valid action by the Board.

SECTION 10. It shall be the responsibility of the Secretary to inform all members of the Board of Directors actions.

ARTICLE VI

Officers

SECTION 1. The elected officers of this Association shall be the President, Secretary, Treasurer, and Six (6) Board Members including the Vice President. The President, Secretary, and the Treasurer shall be elected for a term of one year, coinciding with the fiscal year.

After the initial election of Directors, the Directors term will be for three (3) years.

SECTION 2. The elected officers of this Association shall be elected by those current members in attendance at the Annual Association Meeting. Nominations may be made from the floor. Each office will be voted on separately. Newly elected officers will take office July 1.

SECTION 3. Only active members, qualifying under Article III, Section 1 shall be eligible for election as officers.

ARTICLE VII

Committees

SECTION 1. The Board of Directors, by a majority vote of a quorum of the Directors, may institute, determine the scope of work, or dissolve standing and “ad hoc” committees to accomplish the business and operation of the Association.

ARTICLE VIII

Dissolution Clause

SECTION 1. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501©(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed by the Court of Common Pleas of the county in which the principal office of the corporation is then located exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX

Voting

SECTION 1. Active members shall have only one vote per organization.

**ARTICLES OF IN INCORPORATION
OF THE IOWA SCHOOLS BUILDING & GROUNDS ASSOCIATION**

ARTICLE I

Name, Registered Office, and Registered Agent

The name of this corporation shall be the IOWA SCHOOLS BUILDINGS AND GROUNDS ASSOCIATION, and it's registered office shall be located at 1619 Riverside Blvd., Sioux City, Iowa 51109. The registered agent at such address shall be Ray Rowe.

ARTICLE II

Purpose

SECTION 1. The objective of the Association shall be: To establish an information sharing network between the buildings and grounds departments of Iowa School Districts and Educational Agencies within the state of Iowa;

To create a positive constructive atmosphere between all buildings and grounds departments;

To learn from others about what is working and what is not working in similar environments;

To learn through interaction rather than criticism of another's operation;

To develop maximum efficiency through sharing ideas with fellow members;

To actively establish, conduct, participate, and/or cooperate in educational forums, visitation of facilities, seminars, and workshops related to the betterment of our abilities to manage facilities.

ARTICLE III

Membership and Dues

- SECTION 1. Active membership shall be available to Iowa School Districts and Educational Agencies within the State of Iowa. Active members may be represented by persons from the Management of facilities of said organizations.
- SECTION 2. Voting privileges shall be restricted to one vote per organization.
- SECTION 3. Additional categories of membership with limited voting privileges may from time to time be created or dissolved by the Board of Directors as may be deemed necessary or desirable to meet the purposes enumerated above.

ARTICLE IV

Duration

- SECTION 1. The corporation shall have a perpetual existence unless dissolved by a vote of at least two-thirds (2/3) or those members present at an annual meeting or by an act of the General Assembly of Iowa or by operation of law.

ARTICLE V

Utilization of Assets

- SECTION 1. The corporation shall be operated exclusively and irrevocably as a non-profit organization; no part of the property, funds, or receipts of the corporation shall inure to the benefit of any individual member.

ARTICLE VI

Distribution at Dissolution

- SECTION 1. In the event of corporate dissolution, the assets of the corporation shall inure to one or more regularly organized and qualified charitable, educational, scientific, or philanthropic organizations selected by the Board of Directors.

ARTICLE VII

Private Property Exempt

SECTION 1. Private property of the members of the corporation shall at times be exempt from any and all liability for the debts of the organization.

ARTICLE VIII

Board of Directors

SECTION 1. The affairs of the corporation shall be managed by a Board of Directors consisting of the following members:

1. President
2. Secretary
3. Treasurer
4. Three (3) Directors
5. Vice President

SECTION 2. Only a representative of an active member of the corporation may serve of the Board of Directors.

SECTION 3. Four (4) members of the Board of Directors shall constitute a quorum to transact business.

ARTICLE IX

Officers and Committees

SECTION 1. The officers of the corporation shall be the President, Vice President, Secretary and Treasurer.

SECTION 2. Until the election of officers and directors at the annual meeting in the 1988, the following named persons shall be officers and directors of the corporation:

President	Bill Good	1008 Kimberly Rd.	Davenport, IA 52806
Treasurer	Dave Dvorak	346 2 nd Ave SW	Cedar Rapids, IA 52404
Director	James Haring	520 16 th Ave S	Clinton, IA 52732
Director	John Dungan	807 6 th Ave W	Newton, IA 50208

SECTION 3. There may be such standing and special committees as the by-laws provide.

ARTICLE X

Meetings of Members

- SECTION 1. The annual meeting of the corporation shall be held during the period of January 1 to June 30 of each year at a place designated by the Board of Directors.
- SECTION 2. The members of the corporation shall be notified of the annual meeting at least thirty (30) days prior to the meeting.
- SECTION 3. Additional meetings may be called by the President, or a majority of the Board of Directors, or by seven (7) active members of the Corporation and will be held at a place designated by the Board of Directors. Notice of such meetings of the corporation shall be given at least ten (10) days prior thereto each member by United States mail; addressed to the last known address of each member as shown by the records of the corporation. Such notice shall state the time, place and purpose of the additional meetings. No business, other than that clearly set out in said notice, shall be transacted at any additional meeting.

ARTICLE XI

By-Laws

- SECTION 1. Members of the corporation may, by a majority vote of those present and voting, adopt By-Laws not inconsistent with these Articles for the government of the corporation and the regulation of its' affairs.

ARTICLE XII

Amendments

SECTION 1. These Articles of Incorporation, except as otherwise specifically prohibited, may be amended by two-thirds (2/3) vote of the members present at the annual meeting or any additional meeting, providing that notice of such amendment has been mailed to members at least ten (10) days prior to such meeting at their last know post office address according to the records of the corporation. Said notice shall set forth the proposed amendment in substance.

THE IOWA SCHOOLS BUILDING AND GROUNDS ASSOCIATION

Dated _____

President _____

Secretary _____