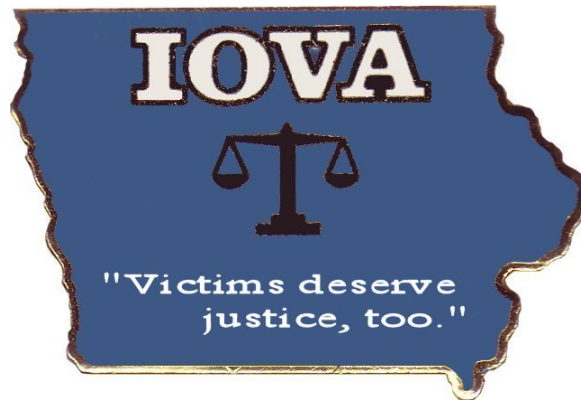


IOWA ORGANIZATION FOR VICTIM ASSISTANCE



Revised
September 8, 2006

COMMITTEE ON BY-LAWS

Leigh Ebbesmeyer, Chair

Joan Kennedy

Linda Haack

September 20, 2002

Revised January 16, 2003

Revised September 8, 2006

**BYLAWS OF THE
IOWA ORGANIZATION FOR VICTIM ASSISTANCE**

ARTICLE I Name

The name of this corporation is the Iowa Organization for Victim Assistance

ARTICLE II Purpose

The corporation is not organized for profit-making purposes. The specific purposes of the corporation are:

A. To provide an association of citizens, agencies, and organizations concerned about the fair treatment of victims and witnesses of crime.

B. To publicly advocate for improved responses to the need of crime victims.

C. To raise funds to further the purposes of the corporation.

ARTICLE III Membership

A. Composition: Membership is open to individuals and organizations that support the mission and vision of IOVA.

B. Dues: Annual dues shall be established and assessed by the Board of Directors for each category of membership and shall be payable to the organization on or before a date determined each year by the Board. Failure to pay the assessed dues in a reasonable timely manner results in loss of membership rights.

C. Voting Rights: Only individual members are entitled to vote on matters submitted to the membership.

D. Proxy: There shall be no voting by proxy.

E. Termination: Non-payment of dues in accordance with the dues established by the Board of Directors constitutes an automatic termination of membership.

ARTICLE IV Meetings

A. Annual Meeting: The organization shall conduct its annual meeting during the second calendar quarter of each year at a time and place determined by the Board of Directors.

B. Other Regular Meetings: Additional regular meetings of the membership may be held at times and places determined by the Board of Directors.

C. Notices: All notices for meetings called for by the Bylaws may be by letter, fax, electronic mail, phone, or in person and shall be given not less than one week in advance of meetings.

D. Quorum: The individual members present at any meeting of the members constitute a quorum for conducting business.

E. Majority Vote: All matters submitted to a vote at a membership meeting shall be determined by a majority vote of the individual members present.

F. Order of Business: The order of business for a membership meeting shall be determined by the President and communicated to the members prior to the commencement of the meeting.

ARTICLE V Board of Directors

A. General Powers: The Board of Directors shall be vested with the responsibility for the government of the business affairs and property of the corporation. The Board of Directors can invite members to vote on any issue.

B. Members: The Board shall consist of twelve elected Directors as well as the immediate past president for the term of the current president. The officers elected under Article VI of these bylaws shall be elected from among the members of the current Board of Directors.

C. Election of Directors – Terms: The Directors shall be elected by the membership at the annual meeting and shall serve two-year terms. The terms of six members shall end each year. If a Director is elected to fill the balance of a term because of a vacancy, the term shall end at the time at which it would have ended if no vacancy had occurred.

D. Attendance: Board of Directors shall attend 4 (or 2/3) of the IOVA meetings. Failure of conveyance may constitute removal from the board.

E. Removal – Vacancies: Any Director may be removed from the Board by a majority vote of the quorum upon a finding of just cause. A vacancy shall be filled by appointment by the Board for the unexpired portion of the term.

F. Meetings – Notices: The Board of Directors may meet at times and places determined by the Board and otherwise upon the call of the President. Whenever practicable, Board members shall be notified not less than one week prior to a Board meeting of the date, place, and time of the meeting and of the principal items of business to be considered.

G. Quorum: For conducting business other than adjournment, a quorum may consist of one-third of the elected members of the Board of Directors.

ARTICLE VI Officers

A. Election – Terms: At annual meetings in odd-numbered years, members of the Board of Directors shall be elected by the membership to serve two-year terms as President, Vice-President, Secretary, and Treasurer. Each officer's term commences at the conclusion of the annual meeting and each shall hold office until a successor has been elected and qualified.

B. President: The President shall preside at membership and Board of Directors meetings of IOVA and shall have all of the powers, duties, and responsibilities normally associated with that office.

C. Vice-President: When the President is absent, unable, or unwilling to act, the Vice-President shall perform the duties of the President.

D. Secretary: The Secretary shall keep the official records of the membership and Board of Directors meetings and shall maintain records regarding attendance at meetings.

E. Treasurer: The Treasurer shall account for the organization's funds and disbursements of those funds.

F. Removal – Vacancies: An officer may be removed from office by a one-third (1/3) vote of the Board of Directors who are present upon the finding of just cause.

ARTICLE VII Committees

A. Standing Committees: At the first Board of Directors meeting after each annual meeting, the President may appoint, such standing committees as the Board deems necessary. All members are eligible to serve on a standing committee. All Board of Directors must serve on at least one standing committee.

B. Special Committees: The President may appoint special, temporary committees as necessary to accomplish particular objectives. Any member of the organization may serve on or chair a special committee.

ARTICLE VIII Financial Affairs

A. Management: The Board of Directors is responsible for management of the financial affairs of the organization.

B. Fiscal Year: Each fiscal year of the organization commences on the first day of January and ends on the last day of the following December.

C. Deposits: The funds of the organization shall be deposited in banks or other depositories approved by the Board.

D. Signing of Instruments: Any officer or agent of the organization authorized by the Board of Directors to do so may enter into a contract or execute an instrument in the name and on behalf of the organization. Checks issued in the name of the organization shall be signed by the Treasurer or, if necessary, by the President or Vice President. Notes or other instruments of indebtedness in the name of the organization shall be signed by both the President and the Treasurer only with the approval of a majority of the full membership of the Board of Directors.

E. Investments – Reimbursements: The investments and reimbursements made by the organization shall be governed by guidelines prescribed by the Board of Directors to be consistent with the Articles of Incorporation and section 8 of this Article.

F. Restrictions: None of the net income of the organization shall be paid to any of its members, officers, directors, or other private

persons, except for services rendered to the organization and for payments or distributions that are made in furtherance of the organization's purposes. The funds of the organization shall only be used for activities which are permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or a subsequent corresponding provision) or by a corporation that may receive contributions deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or a subsequent corresponding provision).

ARTICLE IX Amendments and Dissolution

A. Dissolution: If the organization is to be dissolved, the Board of Directors shall first satisfy the liabilities and obligations of the corporation and then dispose of the assets of the corporation by distributing the assets among one or more organizations having purposes consistent with those of this organization and which are qualified as tax exempt under section 501(c)(3) of the Internal Revenue Code of 1954 (or a subsequent corresponding provision).

B. Bylaws: The Board of Directors may alter, amend, repeal, or add to these bylaws by a simple majority vote of the full Board who are present, if notice of the proposed amendment is given to all Board members not less than thirty (30) days prior to the meeting at which the proposed amendment is to be considered.

C. Articles of Incorporation: Upon compliance with Iowa Code chapter 504A, the Articles of Incorporation may be amended at any membership meeting by one-third (1/3) vote of the individual members present, if proper notice of the proposed amendment is given under Article IV, section C of these bylaws.