



IOWA ORGANIZATION FOR VICTIM ASSISTANCE

Revised

October 2013

COMMITTEE ON BY-LAWS

Karl Schilling
Larry Wohlgemuth
Cathy Vincent
Holly Elliot

September 20, 2002
Revised January 16, 2003
Revised September 8, 2006
Revised October 2013

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.
- D. To provide for the training and certification of counselors and others who provide services to the victims of crime.

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 fourth 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.

C. Iowa Victim Assistance Academy is a standing committee organized for the training and certification of professionals working to support the needs of victims. The IVAA Steering Committee will be responsible for planning and carrying out the training and activities while IOVA will provide general over-site.

D. IOVA Certification Program (IOVA-CP) is a standing committee organized for the certification of professional victim service providers in the State of Iowa dedicated to ensuring that all crime victims receive quality services. The IOVA-CP Steering Committee will be responsible for certification activities while IOVA will provide general over-site.

ARTICLE VIII Financial Affairs

A. Management: The Board of Directors is responsible for management of the financial affairs of the organization. Bank account and records will be maintained by the IOVA Treasurer. All records will be maintained in a consistent manner and supported by proper documentation to ensure a clean audit trail. The monthly bank statement is to be opened, reviewed and reconciled against the account by the Treasurer.

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. Cash Receipts/Disbursements- All checks/cash shall be recorded in the cash ledger and a record of deposit shall be maintained. All checks shall be deposited within ten business days of receipt. All expenses shall be paid by check or credit card when possible. All invoices/requests for funds are forwarded to the IOVA President, or designee, for board approval. Upon approval, the treasurer, or designee, will pay the invoice as requested and approved. Documentation of expenses shall be filed in an account file for the current year and then filed in an accessible file for

previous years. Voided checks will have “VOID” boldly written in ink across the face of the check.

- 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. **Consultants:** Consideration will be made of in-house capabilities to accomplish services before contracting them. The qualifications of the consultant and reasonableness of fees will be considered in hiring consultants. Consultant services will be paid for as work is performed or on the basis of an agreed upon timetable as approved by the IOVA Board. The IOVA Board will approve all proposed contracts.
- G. **Grants & Contracts:** Each grant or contract will be carefully reviewed by the IOVA Board to ensure that all programmatic provisions will be complied with. Originals of all grants and contracts will be maintained by the IOVA Treasurer. The Treasurer or designee will prepare monthly/quarterly reports to funding sources when required. It is the final responsibility of the Treasurer to assure these reports are submitted on a timely and accurate basis.
- H. **Credit Cards:** IOVA holds one credit card. The credit card may be used for expenses at the approval of the IOVA Board. The credit card shall be paid to a zero balance each month.
- I. **An unaudited income/expense report shall be prepared and presented to the IOVA Board at their regular meetings. An independent audit is performed annually in accordance with generally accepted accounting practices. A copy of the audit is provided to Board members. The IOVA Board responds to any reportable conditions.**

- J. 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).

- K. Complaints of financial misconduct: Should any charge be made of financial impropriety an investigative committee shall be formed of not less than three members of the board, none of whom can be persons accused of misconduct. This committee shall investigate the complaint and report to the board which will take appropriate action. The person or persons who made the complaint will then be informed of the result of the investigation.

- L. The IOVA Board will provide general over-site to the financial affairs of the Iowa Victim Assistance Academy. The funds of the Academy will be accounted for separately and the IOVA treasurer will include a report of that account in the treasurer's regular report to the IOVA Board. Complaints regarding the IVAA financial actions will be acted upon in the manner described in section G of this article.

ARTICLE X Nepotism: Should IOVA cease to be a completely volunteer organization, the policy of IOVA regarding hiring family members will be that the hiring of family members should not be a yes or no situation but rather a decision guided by a number of job-related factors and circumstances. Factors that will be considered include: reporting to a family member; working in the same department; reporting to the same supervisor; uniqueness of and/or IOVA's need for the individual's skills; and meeting the job requirements.

To ensure that these and other important factors are considered, any hires must obtain Board of Director's approval, prior to a job offer being discussed or made with that individual.

ARTICLE XI Whistleblower protection: Should IOVA cease to be a completely volunteer organization the policy towards employees who believe IOVA is in violation of the law or regulations governing the organization will be as follows: If any employee reasonably believes that some policy, practice, or activity of Crisis Intervention & Advocacy Center (CIAC) is in violation of law, a written complaint must be filed by that employee with the Executive Director or the Board President.

It is the intent of IOVA to adhere to all laws and regulations that apply to the organization and the underlying purpose of this policy is to support the organization's goal of legal compliance. The support of all employees is necessary to achieving compliance with various laws and regulations.

An employee is protected from retaliation only if the employee brings the alleged Unlawful activity, policy, or practice to the attention of IOVA and provides the organization with a reasonable opportunity to investigate and correct the alleged unlawful activity. The protection described below is only available to employees that comply with this requirement.

IOVA will not retaliate against an employee who in good faith, has made a protest or raised a complaint against some practice of IOVA, or of another individual or entity with whom IOVA has a business relationship, on the basis of a reasonable belief that the practice is in violation of law, or a clear mandate of public policy. IOVA will not retaliate against employees who disclose or threaten to disclose to a supervisor or a public body, any activity, policy, or practice of IOVA that the employee reasonably believes is in violation of a law, or a rule, or regulation mandated pursuant to law or is in violation of a clear mandate or public policy concerning the health, safety, welfare, or protection of the environment.

ARTICLE XII **Prohibiting Harassment**

Every volunteer, employee (should IOVA employ a person) and client of the IOVA has the right to be free from harassment. Harassment of anyone on the bases off race, religion, color, national origin, age, sex, or physical or mental disability is prohibited by law and by the policies of this organization. Harassment because of sexual orientation, personal appearance, marital status or other personal characteristics, is disrespectful and also prohibited by agency policies.

Harassment can include such behavior as slurs, demeaning jokes or comments, innuendoes, unwelcome compliments, cartoons, pictures, pranks, hazing, stereotypical comments, derogatory descriptions or other verbal or physical conduct. Such behavior is considered harassment when it has the purpose of effect of creating an intimidating, hostile, or offensive working environment; unreasonable interferes with an individual's work performance; or affects an individual's workplace opportunities.

Sexual harassment is a type of harassment that occurs when the verbal or physical conduct described above is sexual in nature or gender-based. Sexual harassment involves making unwelcome sexual advances, or requests for sexual favors or other conduct of a sexual nature, a condition of employment; or making submission to or rejection of such conduct the basis for employment decisions; or creating an intimidating, offensive, or hostile working environment by such conduct.

Any employee, volunteer, or client who believes that he or she has been the subject of unwelcome harassment from another employee, a supervisor or manager, volunteer, or from an outside party in the workplace, or who has observed harassment in the workplace, is encouraged to identify the offensive behavior and request that it stop. If you are unable to address the matter directly with the harasser, or if you do and the behavior continues, report the matter directly to IOVA's president.

All complaints will be investigated promptly, impartially, and discreetly. Upon completion of the investigation, the appropriate parties will be notified of the findings and appropriate corrective action will be taken.

In the event you feel the matter cannot be resolved by reporting to the above parties, you may choose to report the issue to the Iowa Civil Rights commission, Grimes State Office Building, Des Moines, Iowa 50319; phone: 515-281-4121; fax: 515-242-5840; www.state.ia.us/government/crc.

No one will suffer retaliation for reporting alleged instances of harassment. We trust that the members of IOVA will treat each other with dignity and respect, and will work with each other free of discrimination and harassment.

ARTICLE XIII Nondiscrimination

This policy states IOVA's position on discrimination. This policy applies to all employees, volunteers, members, clients, and contractors.

IOVA follows a policy that all persons, without regard to race, creed, color, ethnicity, national origin, religion, sex, sexual orientation, gender expression, age, physical or mental ability, veteran status, military obligations, and marital status will be treated equally and fairly.

This policy also applies to members, service clients, use of contractors and consultants, and dealings with the general public.

IOVA will make it known in all dealings with the public that we are an organization that values diversity and that all are welcome to participate as members and as persons wishing to participate in the activities of IOVA.

ARTICLE XIV Translation services

IOVA insures that all victims, regardless of language abilities, are able to access services. Every reasonable effort shall be made to ensure that victims will not be denied full access to services because of their language or limited English-language proficiency.

ARTICLE XV Nonviolence

IOVA will not tolerate acts and behaviors that are likely to result in violence and which may include but are not limited to abusive language, hitting or shoving, threats of bodily harm, threats or violence arising out of sexual or racial harassment, brandishing of an object which may be used as a weapon, insubordination, the sending of threatening, harassing or abusive e-mail and faxes.

ARTICLE XVI Drugs, alcohol, and substance abuse policy

The use of Illegal Drugs and Alcohol is inconsistent with the behavior expected of our membership. The use of illegal drugs and alcohol and misuse of prescribed and over the counter drugs subjects members and those expecting our services to unacceptable lapses in the quality of our services. The IOVA board will take appropriate actions regarding such abuse up to and including the exclusion of membership or a severing of any other employment or contractual relationship.

ARTICLE XVII 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 that 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.