

**ARTICLES OF INCORPORATION
of the
AMES CHAPTER**

of

THE IZAAK WALTON LEAGUE OF AMERICA

ARTICLE I

Name

The name of this organization shall be the AMES CHAPTER of the Izaak Walton League of America.

ARTICLE II

Coordination

This Chapter shall be a local subdivision of the National Organization known as the Izaak Walton League of America; and the Articles of Incorporation and By-Laws of this Chapter shall at all times, in principle and purpose, be in strict accordance with the National Articles of Incorporation and By-Laws of the Izaak Walton League of America. In the event of inconsistencies between the Articles of Incorporation and By-Laws of this Chapter and those of the National Organization, the latter shall control.

ARTICLE III

Objects

The objects of this organization are:

- (a) To conserve, maintain, protect and restore the natural resources of the United States of America, including particularly but not exclusively, forests, prairies, soils, waters, air, and wildlife.
- (b) To promote and provide means and opportunities for the education of members and the public with respect to the resources and the enjoyment and wholesome utilization thereof.

ARTICLE IV

Powers

The powers of the Ames Chapter of the Izaak Walton League of America shall be such as conferred thereon by the statutes of the State of Iowa, and perform such acts as may be necessary or proper to carry out the objectives of this Chapter.

ARTICLE V

Members

Section 1. Any person of good character, approved by any member of the League in good standing, who complies with the admissions requirements of the League, shall be eligible for membership in the Izaak Walton League of America.

Section 2. The various classes of membership shall be as defined in the National Articles of Incorporation and By-Laws.

ARTICLE VI

Inactivity or Closing

Section 1. In the event the Ames Chapter becomes inactive or ceases to operate and function as a Chapter of the Izaak Walton League of America, Inc. and its charter has been revoked, and all obligations fulfilled, any unexpended funds remaining in the Treasury of this Chapter, and also the property, real or personal of this Chapter, shall upon such revocation of this Chapter, be and become trust funds for the sole use and benefit of the Iowa Division of the Izaak Walton League of America, if such Division exists, or if such Division does not exist, the National Organization of the Izaak Walton League of America; it shall be the duty of the Treasurer or other officer of such inactive or defunct Chapter having custody or control of such funds and property, to remit the same to the State or National Treasurer, and the receipt of such State or National Treasurer shall be a complete discharge and quittance of such remitting officer for the sum so remitted.

Section 2. No part of the assets of this Chapter shall inure to the benefit of any member, officer, or director of the Chapter.

ARTICLE VII

Board of Directors

Section 1. The management of the Chapter shall be vested in a Board of Directors, consisting of eighteen (18) members. In addition to being officers, the President, First Vice-President, Second Vice-President, Secretary, and Treasurer will also be members of the board of directors. All officers and director positions shall elected by the members of the Chapter. One-third of the director terms shall expire each year.

Section 2. In case of any vacancy among the directors for any reason, the remaining Directors, by a vote of the majority thereof, may elect a successor to hold office for the unexpired portion of the term.

Section 3. A majority of the Board of Directors shall constitute a quorum for the transaction of business.

ARTICLE VIII

Officers

Section 1. The officers shall be a President, First Vice-President, Second Vice-President, a Secretary, a Treasurer and such others as the members shall from time to time determine. All officers shall elected by the members of the Chapter.

Section 2. In case of any vacancy among the officers for any reason, the Board of Directors, by a vote of the majority thereof, may elect a successor to hold the office for the unexpired portion of the term.

Section 3. The duties of the officers shall be declared in the By-Laws.

ARTICLE IX

By-Laws

By-Laws, not inconsistent with these Articles of Incorporation, shall be enacted by the Chapter members.

ARTICLE X

Amendments

The Articles of Incorporation of this Chapter may be amended at any regular meeting of the Chapter members or special meeting called for that purpose, by a two-thirds vote of the total authorized vote thereat, provided notice setting forth the proposed amendment has been has been published at least one week before such meeting.



_____, President

Date: 12 May 2009



_____, Secretary

Date: 12 May 2009

**BY-LAWS
of the
AMES CHAPTER**

of

THE IZAAK WALTON LEAGUE OF AMERICA

ARTICLE I

Membership and Dues

Section 1. The membership dues shall be set each year by the Board of Directors and shall be payable on or before January first, of each year, and shall consist of the Chapter, Iowa Division, and National dues as applicable.

Section 2. Members shall be designated as those classes of membership defined in the National Articles of Incorporation and By-Laws.

Section 3. All members of whatsoever class whose dues are paid and who are in good standing shall be deemed active members.

Section 4. Only active members shall be eligible to hold office, vote at meetings or otherwise enjoy the privileges of the organization.

Section 5. Any member who by their conduct violates the ethics of any of the rules of this Chapter, the Iowa Division or the National Organization, may be expelled from membership by a two-thirds vote of the Board of Directors at a regular board meeting, provided the accused has been given at least twenty-four (24) hours notice of the proposed action, and is given an opportunity to be heard before the Board. All charges must be supported by an affidavit.

Section 6. Any member, whose connection with this Chapter shall be severed by resignation, death, expulsion, or otherwise, shall forfeit all interest in any funds or property belonging to this Chapter.

ARTICLE II

Meetings

Section 1. Regular meetings of the Ames Chapter shall be held monthly at such time and place in Story County, Iowa, as the Board of Directors shall designate, unless the Executive Committee determines that there is not sufficient business to justify a meeting. One of these monthly meetings shall be designated by the Board of Directors as an Annual Meeting for the purpose of nominating and electing Officers and Directors of this Chapter.

Section 2. Special meetings of the Chapter may be called at any time by the President, a majority of the Board of Directors, or not less than one-fifth of the active members, by publishing a notice stating the time and place of such meeting, at least five days before the time of such meeting to the Chapter membership.

Section 3. A majority of the Board of Directors shall constitute a quorum for the transaction of business.

ARTICLE III

Directors

Section 1. Elective members of the Board of Directors of this Chapter shall be elected by the members at the August meeting of each year, to hold office for the term of three years beginning September first of that year, and until their respective successors are elected and qualified

Section 2. Special meetings of the Board of Directors shall be held at the call of the President or at the request of a majority of the members of the Board. Special meetings shall be held on not less than twenty-four (24) hours notice.

Section 3. It shall be the duty of each Chapter Director to work in the best interests of the Chapter, the Iowa Division and the Izaak Walton League of America.

Section 4. No member of the Board of Directors shall enter into a contract with said Board to provide goods or services to the Ames Chapter for pay without said contract.

ARTICLE IV

Officers

Section 1. The Officers of this Chapter shall be elected to hold office for the term of one year, and until their respective successors are elected and qualified by the members at the August meeting, each year. Officers so elected shall begin their terms of office at the monthly meeting following their election.

Section 2. Only active members shall be eligible to hold office.

Section 3. The President shall be the chief executive officer of this Chapter. It shall be the duty of the President to preside at all meetings of the Chapter and of the Board of Directors and to perform such other duties as ordinarily pertain to this office. Except in instances of tied votes which require simple majority approval, the President shall not vote.

Section 4. The Vice-Presidents (in their respective order) shall, in the absence of the President, perform the duties of the President and such further duties as shall be assigned to them by the Board of Directors or President.

Section 5. The Secretary shall keep an accurate record in permanent form of all minutes of the meetings and business transactions; and shall perform such other duties as may be prescribed from time to time by the Board of Directors.

Section 6. The Treasurer shall perform such duties as related to the finances of the Chapter as may be specified by the directors.

Section 7. The duties of all other officers and agents shall be such as determined by the Board of Directors.

Section 8. The Directors of the Chapter may at any time by a majority vote ask for, demand, receive and accept the resignation of any Officer (other than Director) or employee of this Chapter, and upon his/her or their refusal to tender such resignation or resign, the majority of said Board of Directors may dismiss him/her from office, and declare said office vacant.

Section 9. If, for any reason, an officer vacancy occurs during the year, the Board of Directors, at any regular or special meeting, may elect a successor by a majority vote, who shall hold office for the unexpired term in respect of which vacancy occurred.

ARTICLE V **Committees**

Section 1. The President, with the consent and approval of the Board of Directors, shall appoint such standing committees as the Board of Directors shall direct, and such special committees as may be necessary from time to time to carry out the purposes and objectives of the Chapter. The President shall be an ex-officio member, without vote, on all committees.

Section 2. The Executive Committee shall consist of the five (5) officers plus the two (2) immediate past presidents. Its duties shall include drafting annual budgets, and changes to the Chapter's Articles of Incorporation and By-Laws, and other duties as directed by the President.

Section 3. All Chapter committees may be dismissed by the Chapter Board of Directors for cause, provided the members of the committee have been given at least twenty-four (24) hours notice of the proposed action, and be given an opportunity to be heard before the Board of Directors at their next regularly scheduled meeting. All charges must be supported by an affidavit.

ARTICLE VI **Finances**

Section 1. The fiscal year of the Chapter shall begin on the first day of October and end on the thirtieth day of September of the following year.

Section 2. All funds of the Chapter shall be deposited by the Treasurer, or upon the Treasurer's order, in the name of the Chapter, in such bank or banks as may be designated by the Board of Directors.

Section 3. All disbursements shall be by check signed by the Treasurer or by such other officers as the Board of Directors may designate. The Treasurer, or such designated officers, shall be bonded by a reliable surety company in such amount as shall be determined by the Board, the premium for such bond or bonds to be paid by the Chapter.

Section 4. Neither the President nor any other Officer, Director, or member may contract a debt on behalf of the Chapter, or sell, assign, or transfer any property, real or personal, belonging to the Chapter, without the prior sanction of the Board of Directors at a regular or special meeting unless otherwise specifically authorized by the Board of Directors.

Section 5. When the execution of any contract, conveyance, or other instrument has been authorized by the Board of Directors without specification of the executing officers, the President, or any Vice-President, and the Secretary or Assistant Secretary may execute the same in the name and on behalf of this Chapter.

Section 6. A thorough audit of the Chapter's finances shall be made at the discretion of the Board of Directors and submitted at a regular meeting of the Chapter.

ARTICLE VII

Rules

Section 1. The latest edition of Roberts Manual of Parliamentary Rules shall govern all proceedings of the Chapter and all meetings of its Board and committees, except as otherwise provided by the Articles of Incorporation or By-Laws.

ARTICLE VIII

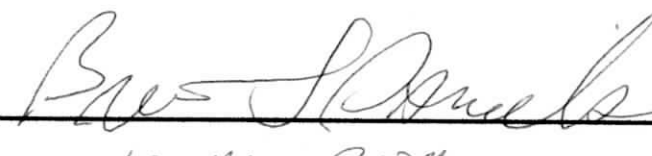
Amendments

These By-Laws may be altered, amended or repealed at any regular or special meeting of the members called for that purpose, by a majority vote of the total authorized vote thereat.



_____, President

Date: 12 May 2009



_____, Secretary

Date: 12 May 2009