

**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 Bylaws of this Chapter shall at all times in principle and purpose be in strict accordance with the National Articles of Incorporation and Bylaws of The Izaak Walton League of America. In the event of inconsistencies between the Articles of Incorporation or Bylaws of this Chapter and those of the National Organization, the latter shall control.

ARTICLE III

Objectives

The objectives of this organization are:

Section 1. To conserve, maintain, protect and restore the natural resources of the United States of America, including particularly, but not exclusively, forest, soil, waters and wildlife.

Section 2. To promote means and opportunities for the education of the public with respect to such 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 Bylaws.

ARTICLE VI
Dissolution

In the event the Ames Chapter becomes inactive or ceases to operate and function as a Chapter of The Izaak Walton League of America, and its charter has been revoked, all assets of the Chapter shall be applied and distributed as follows:

Section 1. All liabilities and obligations shall be paid and satisfactorily discharged.

Section 2. All assets held by the Chapter, upon condition requiring return of transfer as a condition of this dissolution, shall be returned in accordance with such requirements.

Section 3. No part of the assets of this Chapter shall inure to the benefit of any member, officer or director of the Chapter.

Section 4. The remaining assets shall be transferred or conveyed to the State Division of such Chapter, if such division exists, or if such State Division does not exist, then the remaining assets shall be transferred and conveyed by the Chapter Treasurer to The Izaak Walton League of America, National Office.

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 be 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 currently held Board of Director positions shall constitute a quorum for the transaction of business.

ARTICLE VIII
Officers

Section 1. The officers shall be a President, a First Vice President, a Second Vice President, a Secretary, a Treasurer and such others as the members shall determine.

Section 2. The duties of the officers shall be declared in the Bylaws.

Section 3. 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.

ARTICLE IX
Bylaws

Bylaws, not inconsistent with these Articles of Incorporation, shall be enacted by the members.

ARTICLE X
Amendments

These Articles of Incorporation 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 published for the membership at least one week before such meeting.

_____, President _____ (date)

_____, Secretary _____ (date)

**BYLAWS
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 Bylaws.

Section 3. All members 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 of 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 a written statement.

Section 6. Any member whose connection with this Chapter is 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 (5) days before the time of such meeting to the Chapter membership.

Section 3. A majority of the currently held Board of Director positions shall constitute a quorum for the transaction of business.

ARTICLE III Board of Directors

Section 1. Members of the Board of Directors shall be elected by chapter 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 vote upon entering into a contract with said Board to provide goods or services to the Ames Chapter.

Section 5. Absenteeism..... Coming from Art....

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 September 1st following such elections.

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 that 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 the President.

Section 5. The Secretary shall keep an accurate record in permanent form of all minutes of 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 be entitled to receive all money owing to the Chapter; he/she shall deposit such money in the manner hereinafter prescribed; he/she shall annually account for the same to the Chapter; and at such further times as requested by the Board of Directors. Upon his/her retirement from office he/she shall turn over to his successor all funds in his possession belonging to the Chapter. The Treasurer and other Officers of the Chapter handling money shall furnish satisfactory bond at the cost of which shall be paid by the Chapter.

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 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 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 objects of the Chapter. The President shall be an ex-officio member, without vote, of all committees.

Section 2. The Executive Committee shall consist of the five (5) officers plus immediate past president

. Its duties shall include drafting annual budgets, and changes to the Chapter's Articles of Incorporation and Bylaws, and other duties as directed by the President.

Section 3. All Chapter committees may be dismissed by the 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 a written document.

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 least once each year by a committee appointed by the Board of Directors and submitted at a regular meeting of the Chapter.

ARTICLE VII
Rules

The latest edition of Robert's Manual of Parliamentary Rules shall govern all proceedings of the Chapter and all meetings of its boards and committees, except as otherwise provided by the Articles of Incorporation or Bylaws.

ARTICLE VII
Amendments

These Bylaws 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)

_____, Secretary _____ (date)