

**By-Laws of
Iowa Pyrotechnic Association
An Iowa Non-Profit Corporation**

Est. November 1992

Revised November 2007

Revised March 2009

Revised May 2013

Revised TBD

Article I. Name

Section 1. The name of this Association is the Iowa Pyrotechnic Association, also referred to as the IPA or the Association.

Article II. Purpose

Section 1. The purpose of the Association shall be to promote and encourage safe, legal, and artful pyrotechnic operations in the state of Iowa, through training, demonstration, and exchange of information.

A. Safety

The Association will follow safety guidelines as established by the Iowa Pyrotechnic Association and guidelines established by the Pyrotechnic Guild International (PGI), and any applicable Federal, State, and local laws.

B. Professional Development

The Association will promote the professional development of its members by training in all aspects of safe pyrotechnic design, construction, and use, and will work toward the goals of its interested members.

C. Information

The Association will serve as a clearinghouse for members in information exchange and technical assistance related to pyrotechnics.

D. Representation

The Association will represent the interests of members involved in the art of pyrotechnics.

Article III. Membership

Section 1. Approval

Any person with an interest in pyrotechnics may be admitted to the Association, provided they have reached the age of eighteen (18) years, agree to abide by the rules of the Association and have paid the appropriate annual dues.

Section 2. Individual Membership

The Individual Membership only covers the single individual.

Section 3. Family Membership

A person's annual Family Membership may include their spouse/significant other and children under the age of eighteen (18) years. However, to be counted as members and eligible to vote, they must be listed on the roster. Children under the age of eighteen (18) years are non-voting members.

Section 4. Membership Safety

Members agree to abide by the safety rules adopted by the Iowa Pyrotechnic Association and the Pyrotechnic Guild International (PGI), and any applicable Federal, State, and local laws.

Section 5. Membership Benefits

Membership benefits will include attendance of meetings, training, and other such benefits as established by the membership of the Association.

Section 6. Membership Termination

Membership may be terminated if member displays conduct not in the best interest of the Association. Termination will be accomplished by a majority vote of the general membership.

Article IV. Officers

Section 1. General Powers

The business and affairs of the Association shall be managed by the Executive Committee (EC). The Executive Committee consists of the duly elected officers of the club. The EC may adopt such rules and regulations for the conduct of their meetings and the management of the Association as they may deem proper, consistent with these by-laws and the laws of this state.

Section 2. Number

The Executive Committee shall consist of five (5) members, the President, 1st Vice President, 2nd Vice President, Secretary and Treasurer.

Section 3. Duties, Qualifications, and Terms of Office

To be qualified for office the candidate must be a member in good standing of the IPA. The membership shall elect from among their members, a President, 1st Vice President, 2nd Vice-President, Secretary and Treasurer. Terms shall be staggered so that the election of the President, 2nd Vice President, and Secretary shall occur on even years, and the 1st Vice President and Treasurer shall be elected on odd years. Terms start immediately upon verification of election results. The officers will serve for two years, unless the office is vacated sooner. No member can hold more than one office concurrently.

A. President

The President shall be the principal executive officer of the Association and, subject to the control of the membership, shall, in general, supervise and manage all of the business and affairs of the Association. The President shall, when present, preside at all meetings of the membership and the executive committee, from the membership appoint committee chairs, and in general, shall perform all duties incident to the office of president and such other duties as may be prescribed by the executive committee, with approval of the membership.

B. 1st Vice President

The 1st Vice President shall perform all duties of the President in the President's absence and shall perform such duties as assigned by the President or the Executive Committee.

C. 2nd Vice President

The 2nd Vice President shall oversee the operation of the committees and serve as the "sergeant of arms" for the meetings.

D. Secretary

The Secretary shall keep minutes of meetings, see that all notices are duly given in accordance with the provisions of the by-laws and be custodian of the Association records. The Secretary may be assigned to perform extra duties from time to time by the President or Executive Committee.

E. Treasurer

The Treasurer will be responsible for all funds of the Association, ensuring timely deposit all such monies in the name of the Association in such banks or other depositories as shall be selected in accordance with these by-laws, pay all obligations of the club in a timely manner and in general, perform all the duties as from time to time may be assigned to him/her by the President or Executive Committee. The Treasurer is also responsible for the original draft of the annual budget.

Section 4. Election of Officers

A. Nomination

The nomination period will be announced at the late summer meeting (usually in August or September). At the fall meeting, formal nominations will be accepted from the floor. Additional nominations will be accepted throughout the nomination period. However, all nominations must be confirmed by a signed written letter from the candidate and submitted to the Secretary by the end of November. A written ballot of the eligible candidates shall be prepared by the Executive Committee, with confirmed acceptance by the candidates, prior to the election.

B. Election

The normal election process will be conducted at the regular February meeting. The election shall be conducted by secret ballot. Every member in good standing will receive an official ballot. The eligibility of members to vote must be verified. The President shall appoint two (2) Tellers, none of whom shall be candidates, to have charge of the proper conduct of the election. Any candidate shall have the right to have an observer present at the counting of the ballots. At least one (1) Teller shall open and count the ballots, and prepare a tally sheet. The total of each candidate's vote shall be recorded and signed by the Tellers, and delivered to the President at the meeting. The President shall read the results to the membership at the meeting. Those candidates receiving the highest numbers of votes shall be declared elected. If there is only one candidate for any office, the President shall dispense with the requirement of a secret ballot vote for that office and ask for an oral vote from the qualified voters. In the event of a tie vote for any office, a special run-off election shall be conducted, as soon as practical.

Section 5. Removal From Office

Any officer or agent elected by the membership may be removed from office, only by the membership, by two thirds (2/3) vote, whenever, in the judgment of the membership, the best interests of the Association would be served there-by.

Section 6. Vacancies

If a vacancy occurs in any office the Executive Committee will nominate candidate(s) to fill the unexpired portion of the term. The candidates shall be elected by a majority vote of the membership at the next regular meeting. Vacancies shall not be filled if they occur within 90 days of the regular election. However, should a vacancy occur in the office of President, the 1st Vice President shall assume the remaining term of the office of President, and the 2nd Vice President shall assume the remaining term of the office of 1st Vice President. In such case, a new 2nd Vice President appointed according to the above process.

Article V. Meetings

Section 1. Regular Business and Special Meetings

Regular Business meetings of the general membership shall be held quarterly, with exceptions as may be determined by the membership. The time and place of such meetings will be delivered to the membership by written or electronic notification. At such business meetings officers may conduct normal business of the Association, by majority vote, except as provided by these by-laws. Special meetings of the

membership may be held if deemed necessary by the membership or the Executive Committee and sufficient notice has been given according to the procedure set forth in these bylaws. Regular Business or Special Meetings may be held via electronic virtual methods.

Section 2. Notice of Meetings

Printed or electronic notice stating the place, day, and hour of the meeting, and in the case of a Special Meeting, the purpose, or purposes for which the meeting is called, shall be delivered not less than fifteen (15) days before the date of the meeting, via in-person, USPS mail or electronic communication. If mailed, such notice shall be deemed delivered when deposited in the United States Mail, properly addressed, with postage pre-paid. The attendance of a member at a meeting shall constitute a waiver of notice of such meeting, except when a member attends a meeting for the expressed purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 3. Quorum

A. General Meeting

A quorum, at a meeting of the general membership shall consist of at least ten (10) members plus a majority of the members of the Executive Committee.

B. Executive Meeting

At any meeting of the Executive Committee, a majority of the elected officers shall constitute a quorum for the transaction of business.

Section 4. Order of Meetings

The President or his/her appointee shall preside at the meetings. All meetings shall be conducted according to Robert's Rules of Order Newly Revised 12th Edition, except as provided by these by-laws. A Parliamentarian may be appointed by the President as deemed necessary. The membership, may temporarily suspend the rules of order (excluding by-laws) by a 2/3 vote.

Section 5. Order of Business Meetings

The order of business at all Business Meetings of the general membership shall be as follows:

1. Approval of the previous meeting minutes
2. Officer Reports:
 - President
 - 1st Vice President
 - 2nd Vice President
 - Secretary
 - Treasurer
3. Committee Reports:
 - Membership Services
 - Safety and Medical
 - Seminars and Education
 - Governmental Affairs
4. Unfinished Business
5. New Business
 - A. Debate on all questions shall be limited to five (5) minutes for each member until all members that wish to debate, have had a chance to be heard.
 - B. The President has the right to table any business until a future date.
 - C. Any member who attends a meeting in an intoxicated condition, creates a disturbance, or becomes unruly shall lose their voice and his/her right to vote at said meeting by order of the President, subject to the challenge of the membership.

Section 6. Minutes

The Secretary, or in his/her absence, a member chosen by the President, shall keep minutes of all business meetings and Executive Committee Meetings.

Article VI. Committees

Section 1. Standing Committees

The President, with the consent of a majority of the EC, shall appoint standing committees, consisting of such officers or members and for such terms and with such powers and duties, as it shall in its discretion determine. Said standing committees shall consider such specific matters and perform such specific functions as the executive officers may, in its discretion, prescribe. The standing committees shall be:

- 1. Membership Services**

The Membership Services Committee shall process all membership applications, maintain a record of members, take attendance at all meetings and register all guests attending meetings.

- 2. Safety and Medical**

The Safety and Medical Committee shall be established to oversee and insure safe shooting at a selected site when applicable at Association activities. It will establish a written safety policy, and follow PGI Safety protocols, in compliance with, Federal, State and Local laws. The chairman will be appointed by the President, with approval from the membership.

- 3. Seminars and Education**

The seminars and Education Committee shall be responsible for the planning and organizing of all club training sessions including the PGI Display Operator Certification course.

- 4. Governmental Affairs**

The Governmental Affairs Committee shall keep the club informed about pyrotechnic legislation at the local, State and Federal level.

Section 2. Special Committees

The President, consistent with Article IV, Section 3.A., may from time to time appoint Special Committees of two or more Officers or Members for the performance of such duties and with such powers as may be prescribed and lawfully delegated to them. The chairman of such a special committee will be appointed by the President, with approval of the Executive Committee.

Article VII. Contracts, Loans, Checks, Deposits and Annual Budget

Section 1. Contracts

The membership may authorize any officer, officers, agent, or agents to enter into any contract, or execute and deliver any instrument, in the name of, and on behalf of, the Association. Such authority may be general or confined to specific instances, i.e. permits, insurance etc.

Section 2. Loans

No loans shall be contracted on behalf of the Association, and no evidence of indebtedness shall be issued in its name, unless authorized by a resolution of the membership. Such authority may be general or confined to a specific instance.

Section 3. Checks, Drafts, Other Forms of Payment

All checks, drafts, or other orders for payment of money, notes, or other evidence of indebtedness issued in the name of the Association, shall be signed by such officer, or officers, and in such a manner as from time to time be determined by the membership. The Treasurer must be notified of ALL transactions immediately.

Section 4. Spending Limits

The Executive Committee shall be limited to spending on non-budgeted items up to and including One Thousand Dollars (\$1,000.00) between meetings. The membership must approve of any non-budgeted expenditure by the EC at the next business meeting. Neither the Treasurer nor any other officer will be allowed to spend any money, unless the previous expenditures are approved by the membership. A majority vote of the member in attendance at a business meeting may approve any non-budget expenditure. Any single payment exceeding One Thousand Dollars (\$1,000.00) must have a second signatory. Club funds will not be used to directly pay any individual merchandise account. Member must present proper receipt for reimbursement of approved expenditure. Purchases may only be initiated by the Executive Committee and/or committee appointed for special events and must be approved prior to purchase.

Section 5. Deposits

All funds of the Association not otherwise employed, shall be deposited to the credit of the Association, in a federally insured bank or trust company, or other depositories as selected by voting members of the Association.

Section 6. Annual Budget

The treasurer shall draft, the Executive committee review and present to the membership for approval at the first regular meeting of the calendar year the Association's annual budget. The membership approval shall be by majority vote of meeting attendees. Upon approval, all expenses listed in the budget require no further membership approval prior to actual expenditure

Article XIII. Fiscal Year

Section 1. The Fiscal Year for the Association shall be from January 1st to December 31st of each year.

Article IX. Amendments

Section 1. The by-laws may be amended, altered or revised only in conformity with the following procedure:

A. A resolution or motion, in writing, calling for amendment(s), alteration(s), or revision(s) shall be presented and read to a regular meeting of the membership. It must be seconded by a member other than the presenter.

B. The resolution or motion shall then be referred to the Executive Committee for consideration. Following the next Executive Committee meeting, the Executive Committee shall report back to the next regular meeting of the membership with their recommendation(s) for the original resolution or motion.

C. It shall require two thirds (2/3) vote of the total voting members present at the meeting of the membership to adopt or approve the amendment(s), alteration(s) or revision(s) to the by-laws.

Section 2. In no event may any amendments be made which would affect the Association's qualification as a tax-exempt organization pursuant to section 501(c)(3) of the code, or corresponding section of any future Federal tax code.

Article X. Non-Discrimination

Section 1. The Association shall not discriminate against any person in any manner on the basis of sex, race, age, religion: sexual orientation, handicap, or ethnic origin.

Article XI. Limitation of Liability

Section 1. The membership and officers of this Association shall serve without compensation: and shall not be liable for bodily injury, personal injury, or property damage, if the claim for such damages arises from an act committed in good faith, and without willful or wanton negligence in the course of an activity, that is carried on to accomplish the purpose of the Association.

These revised By-Laws of the Iowa Pyrotechnic Association were approved and adapted by vote of the Members at the regular club meeting on Month Day, Year.

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