

**The
BY-LAWS
Of The
IOWA PUPIL TRANSPORTATION ASSOCIATION**

ARTICLE I. OFFICE

SECTION 1. REGISTERED OFFICE: The registered office of the corporation will be a location to be determined and approved by the Executive Board.

SECTION 2. REGISTERED AGENT: The Corporation shall have and continuously maintain in the State of Iowa a registered agent. The executive board may change the registered agent.

ARTICLE II. MEMBERSHIP

SECTION 1: GENERAL MEMBERS;

A. District Member:

1. School District
2. Contractor representing an individual School District

B. Associate Member:

Groups having an interest in student transportation, but are not affiliated with a specific school district. (AEA's, RTA's, Headstart, etc.)

C. Individual/Retired:

An individual or retired person wanting affiliation with IPTA

SECTION 2: SUSTAINING MEMBERS. Any individual or business providing goods or services to Iowa's pupil transportation programs.

SECTION 3: LIFE MEMBERS. The Executive Board may, at its discretion, grant life membership status with membership fees waived.

SECTION 4. RIGHTS OF MEMBERS: Active members of the Association shall be entitled to all rights and privileges of the Association including the right to hold office and vote in the election of officers and directors. All other classifications of membership shall be entitled to the rights and privileges of the Association except the right to vote and/or hold office.

SECTION 5. SELECTION OF MEMBERS: The Executive Board shall have the power to approve all applications for membership and that no individual may be denied on the basis of race, creed, color, sex, sexual orientation, gender identity, national origin, disability, or religion.

ARTICLE III. MEETINGS

SECTION 1. BOARD OF DIRECTORS MEETINGS: At least three (3) meetings of the Board shall be held each year. Meetings will be held at such time and place as the Executive Board determines. Written notification of the time, place, and proposed agenda shall be mailed or electronically communicated to the members of the Board of Directors 2 weeks prior to each meeting.

SECTION 2. ANNUAL MEETING: An annual meeting of the members shall be held each July during the Annual Conference for the purpose of electing members to the executive board and for the transaction of other business, which may come before the meeting. This meeting will be scheduled as part of the Annual Conference.

SECTION 3. SPECIAL MEETINGS: Special meetings of the membership may be held on call by the President or Executive Director of the Association. The date and place of any special meeting shall be given in writing or electronically to the Board of Directors and active members of the Association.

ARTICLE IV. OFFICERS

SECTION 1. OFFICERS/EXECUTIVE BOARD: The officers of the Association shall be president, vice-president, immediate past president, Recorder, and Treasurer in accordance with provisions of this article. The Executive Board may appoint additional officers, as it may deem appropriate. Such officers to have the authority and perform the duties prescribed from time to time by the Board of Directors. All newly elected officers and appointed officers shall assume their respective positions at the reorganizational meeting of the Board of Directors held after the annual meeting of the membership in July of each year.

SECTION 2. VACANCIES: Should a vacancy occur in the office of president, the vice-president shall then assume the duties of the president but the office of vice-president shall not be deemed vacant. Should there be a vacancy in the office of vice-president, the Board of Directors shall fill such vacancy by a temporary appointment for the remaining term of office.

SECTION 3. DISMISSAL FROM OFFICE: The Board of Directors may upon unanimous vote, remove from office any officer, elected or appointed, for failure to fulfill the duties of his/her office.

SECTION 4. PRESIDENT: The President shall hold office for a period of one (1) year, however, may be nominated and elected to serve successive one (1) year terms or until the new President takes office. It shall be the duty of the President to function as the executive head of the Association, to preside at all business meetings and meetings of the Board of Directors, call meetings of the Board whenever the President deems it necessary or whenever the President is requested to do so by a majority of the members of the Board of Directors, to approve all meeting agendas prepared by the Executive Director/Treasurer and to carry out the instructions of the Board of Directors.

SECTION 5. VICE-PRESIDENT: The Vice-President shall hold office for a period of one (1) year, however, may be nominated and elected to serve successive one (1) year terms or until the new Vice-President takes office. It shall be the duty of the Vice-President to serve as presiding officer over all meetings in the absence of the President. In addition the Vice-President shall serve as ex-officio member of all committees.

SECTION 6. APPOINTMENTS: The office of Executive Director~~/~~, Treasurer, Department of Education Staff Advisor, Bus Inspector and shall be appointed by the President and approved by the Board for a period of one (1) year, however may be appointed to serve successive one (1) year terms or until the positions are filled by new appointments.

SECTION 7. EXECUTIVE DIRECTOR~~/~~ and TREASURER: The duty of the Executive Director and/or Treasurer shall be to receive and give monies due and payable to the Association from any source whatsoever due and deposit such funds in the name of the Iowa Pupil Transportation Association in a bank approved by the Executive Board and keep all accounts of all income and expenditures. The Executive Director will provide a complete financial report of the Association to the Board of Directors during the three (3) scheduled meetings annually and during the business session during the annual Association meeting of the membership. The Executive Director shall perform any other duties as prescribed by a majority vote of the Board.

SECTION 8. DEPARTMENT OF EDUCATION STAFF ADVISOR AND/OR BUS INSPECTOR: It shall be the duty of the Department of Education Staff member and/or bus inspector to assist the Executive Board on federal and state laws, in the planning of the annual conference, and keep the Executive Board informed of department needs.

SECTION 9. RECORDER: The Recorder shall hold office for a period of one (1) year, however, may be nominated and elected to serve successive one (1) year terms or until the new Recorder takes office. It shall be the duty of the Recorder to record the minutes of all Executive Board and general Membership meetings of the Association and to provide the President with a written summary of all meetings of the Association and shall record the minutes of all special meetings from the committee chairperson for future reference.

SECTION 10. IMMEDIATE PAST PRESIDENT: The Immediate Past President shall serve a one (1) year term immediately following his/her term as President or until a new Immediate Past President takes office. The Immediate Past President shall serve as a voting member of the Board of Directors.

SECTION 11. COMPENSATION: No elected officer or director shall receive a salary for their services. The Board may pay a salary or compensation to the Executive Director, Treasurer and Recorder.

ARTICLE V. THE BOARD OF DIRECTORS

SECTION 1. NUMBER, TENURE, QUALIFICATIONS: The Board of Directors (herein referred to as the "Board" or "Board of Directors") shall consist of twelve (12) directors who shall be elected for a term of three (3) years with only four (4) directors being replaced each year as their terms expire. Elected directors shall take office in July following their election at the annual meeting of the Membership.

SECTION 2. NOMINATION: At the January meeting of Board of Directors, the President shall appoint a nomination/election committee of three (3) directors. It shall be the responsibility of such committee to nominate a slate of candidates to stand for election. Each nominee shall have indicated to the committee a willingness to stand for election and to serve if elected. At the April meeting, the nominations/elections committee shall submit in writing a list of nominees to the Board of Directors.

SECTION 3. BALLOTS: The Executive Board shall cause ballots to be prepared, listing each candidate nominated and also provide a space of spaces for a write-in candidate or candidates for each office as well. The Executive Director will provide absentee ballots upon request to members in good standing. A brief resume of each candidate shall be included in the association's website, not later than fourteen (14) days prior to the annual meeting of the membership. The ballots shall be counted by the members of the nominations and elections committee and the results of the election will be reported to the President who shall announce the results at the annual meeting of the Membership, after which the ballots will be destroyed. The President will vote only in the event of a tie between one or more candidates.

SECTION 4. QUORUM: A simple majority of the eligible voting members of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board. If less than a simple majority is present at a meeting, the Directors present shall have the option of adjourning the meeting or acting only on discussion and information topics and have no action authority on behalf of the entire Board.

SECTION 5. SPECIAL ACTION: Any action required to be taken at a meeting of the Board may be taken without a meeting if the action being considered is provided to the Executive Board in writing and signed consent is given by at least two thirds (2/3) of the Directors entitled to vote with respect to the subject matter thereof.

SECTION 6. VACANCIES: Any vacancy occurring on the Board of Directors shall be filled by the

affirmative vote of a majority of the remaining members. A Director appointed by the Board to fill a vacancy shall complete the unexpired term of the vacated office.

SECTION 7. SPECIAL POWERS: The Board shall have the authority to do the following acts: (a) receive and implement the resolutions of the Membership, provided said resolutions are legal, feasible and not in conflict with the adopted by-laws; (b) authorize the appointment of special commissions and committees; (c) adopt policies for the operation of the Association; (d) adopt the annual budget of the Association; (e) establish fees for the annual conference; and (f) retain services of outside resources.

SECTION 8. The Board of Directors acts as a reviewing body on nominations, amendments to these By-Laws, operating policies and all other activities of the Association during the year. They shall assist in getting information to the membership and to other organizations as well as carrying out the purpose of the Association.

ARTICLE VI. COMMITTEES

SECTION 1. STANDING COMMITTEES: The standing committees of the Association shall consist of an audit committee composed of three (3) members, a nominations/election committee composed of three (3) members and a legislative committee composed of three (3) members.

SECTION 2. OTHER COMMITTEES: Other committees may be authorized by the Executive Board.

ARTICLE VII. DUES

SECTION 1. DUES: The dues for all categories of membership shall be established by the Executive Board.

All dues shall be paid by July 1 each year entitling members to association participation until June 30 of the following year.

ARTICLE VIII. AMENDMENTS TO BY-LAWS

SECTION 1. AMENDMENTS: A proposed amendment shall be submitted in writing to the Executive Board. At the next Board meeting, upon majority approval of the Board of Directors, the amendment shall be included on the official election ballot at the next annual meeting of the Association and if approved by a two thirds (2/3) vote of the active members present and voting, shall become effective immediately following the annual meeting of the Membership.

ARTICLE IX. PARLIAMENTARY AUTHORITY

SECTION 1. RULES OF ORDER: The most recent published edition of *Robert's Rules of Order, revised.*, shall govern all official meetings of the Association.