

**AMES CHAPTER #158 BYLAWS
AMERICAN SOCIETY OF WOMEN ACCOUNTANTS**

ARTICLE I NAME

The name of this organization shall be the Ames Chapter, Number 158, of the American Society of Women Accountants (ASWA), hereinafter referred to as "the Chapter."

ARTICLE II MISSION

The mission of this Society shall be to enable women in all accounting and related fields to achieve their full personal, professional and economic potential and to contribute to the future development of their profession.

ARTICLE III MEMBERS

Section 1. There shall be five [5] classes of membership: regular, associate, affiliate, retired and honorary.

A. Regular:

1. Qualifications:

- a. Actively engaged in accounting for two [2] or more years, or
- b. Hold a valid CPA certificate, its equivalent, or other accounting or financial certifications with similar education or experience requirements as determined by the board of directors, or
- c. Hold a bachelor's degree with a major in accounting or its equivalent.

2. Shall have full rights of membership.

B. Associate:

1. Qualifications:

- a. Regularly enrolled students in post-secondary educational institutions, majoring in accounting or a related field, or
- b. Actively engaged in accounting with less than two [2] years experience.
- c. Limited to two [2] years following attainment of qualifications for regular membership and maximum of seven [7] years.

2. Shall vote and may hold elective office.
- C. Affiliate:
1. Qualifications:
 - a. Not actively engaged in accounting, and
 - b. Have a substantial interest in accounting.
 2. Shall vote and may hold elective office.
- D. Retired:
1. Qualifications:
 - a. Age sixty-five [65] as of June 1 and a regular or associate member for the shorter of five [5] consecutive years or the life of the chapter.
 - b. Retired from all gainful employment due to disability as of June 1.
 - c. Age fifty-five [55] as of June 1 and retired from all gainful employment and a regular or associate member for the shorter of ten [10] consecutive years or the life of the chapter.
 2. Shall retain the rights previously held as regular or associate members.
- E. Honorary:
1. Qualifications:
 - a. Outstanding women whose professional achievements exemplify the standards encouraged by the mission statement of the Society, and
 - b. Approved by a two-thirds [2/3] vote at the stated business meeting.
 2. Honorary members who were members upon election to honorary membership shall retain their former rights and privileges in the Society.
 3. The Chapter assumes the liability for National dues of all members it elects to honorary membership in the Chapter.

Section 2. Application for membership and reclassification shall be approved by the national board of directors. Such approval shall be based on criteria for membership outlined in these bylaws.

Section 3. The board of directors shall establish the dues for all classes of membership limited to one increase annually for no greater than ten [10%] percent of the current dues. Honorary members shall pay no dues. The board may authorize dues credits, reinstatement fees and initiation fees. By January 31, members will be notified of dues structure, credits, and fees in effect for the following administrative year. Dues are payable in advance on or before the member's anniversary renewal date each year.

Section 4. Termination of membership:

- A. Membership in the Society shall be terminated by a two-thirds [2/3] vote of the national board of directors under the conditions and procedures prescribed in the Society's parliamentary authority.
- B. If a member is terminated by the National board of directors, they are automatically terminated from the chapter.

ARTICLE IV OFFICERS

Section 1. The officers of the Chapter shall be a president, a vice president, a secretary, a treasurer, the immediate past president, and up to five (5) directors. These officers shall perform the duties prescribed by the bylaws, the standing rules, and the parliamentary authority adopted by The Society.

Section 2. The Nominating Committee shall consist of three (3) members, with the Immediate Past President chairing the committee and two members elected by the membership no later than the February meeting of the year.

- A. If the Immediate Past President is unwilling or unable to serve, the Chair of this committee shall be appointed by the Board of Directors.
- B. A vacancy on the committee shall be filled by the Board of Directors.

Section 3. This committee shall report their nominations for officers and directors to the membership no later than the regular March meeting of the Chapter. Additional nominations may be made from the floor, if consent of the member has been obtained.

- A. Annual election of officers and directors shall be held no later than the regular April meeting of the Chapter.
- B. The officers and directors shall be elected by ballot. If there is only one candidate for each office and director, the president shall declare the slate elected.

- C. Newly elected officers and directors shall take office at the beginning of the administrative year.

Section 4. To serve as president, the member must have previously served on the Board of Directors.

Section 5. Officers and directors shall be elected to serve for one year or until their successors are elected. The officers' term of office shall begin at the beginning of the Society's fiscal year, July 1.

Section 6. A vacancy in the office of the president shall be filled by the vice president. If a vacancy occurs in both the office of president and vice president, the office of president shall be filled by the Board of Directors. A vacancy in all other offices shall be filled by appointment of the President with the approval of the Board of Directors.

Section 7. No officer shall be eligible to serve more than two consecutive terms in the same office.

Section 8. An officer may be removed from office by a two-thirds vote of the Board of Directors under the conditions and procedures prescribed in the Society's parliamentary authority.

ARTICLE V MEETINGS

Section 1. The Chapter shall hold at least six regular monthly meetings each year at a time and place fixed by the Board of Directors.

Section 2. A regular meeting, determined by the Board of Directors, shall be known as the annual meeting and shall be for the purpose of receiving reports of officers and committees, and any other business that may arise.

Section 3. Special meetings may be called by the president or a majority of the Board of Directors.

Section 4. A quorum shall consist of 30% of the members of the Chapter.

ARTICLE VI REPRESENTATION AND VOTING

Section 1. The Chapter shall be represented at meetings of the American Society of Women Accountants as provided for in the National Bylaws.

Section 2. Credentials of delegates, alternates, proxies and proxy alternates shall be assigned as provided in the National Standing Rules.

Section 3. Delegates and alternates to the National annual meeting and special meetings for the ensuing administrative year shall be elected by a majority vote of the members present at the regular June meeting or at any other regular or special meeting of the membership.

ARTICLE VII BOARD OF DIRECTORS

Section 1. The officers of the Chapter shall constitute the Board of Directors.

Section 2. The Board of Directors shall have general supervision of the affairs of the Chapter between its business meetings and shall perform the duties as described by these bylaws and the standing rules. The Board shall be subject to the orders of the Chapter, and none of its acts shall conflict with action taken by the Chapter.

Section 3. Meetings:

- A. The president, with approval of the Board of Directors, shall designate the time and place of the regular meetings.
- B. Special meetings may be called by the president and shall be called at the request of a majority of the members of the Board.
- C. A majority of the members of the Board shall constitute a quorum.
- D. Business of the Board may be transacted by mail or electronic communication and vote.

ARTICLE VIII COMMITTEES

Section 1. Committees may be appointed by the president, with the approval of the Board of Directors, whenever deemed necessary to the welfare and development of the Chapter. The president shall be the ex-officio member of all committees except the Nominating Committee. The president, with approval of the Board, shall fill any vacancies.

Section 2. Additional standing committees are listed in the chapter standing rules.

ARTICLE IX PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Chapter in all cases to which they are applicable and in which they are not inconsistent with these bylaws, the ASWA bylaws, and any special rules of order the Society or chapter may adopt.

ARTICLE X AMENDMENT OF BYLAWS

Section 1. These bylaws may be amended at any meeting by a two-thirds vote provided notice of the proposed amendment has been provided to each member in writing at least thirty days prior to the meeting.

Section 2. All amendments adopted by this Chapter shall be submitted to the National Bylaws Chair for approval before becoming effective.

Section 3. When amendments to the National Bylaws shall have an effect on this Chapter's Bylaws, such amendments shall become automatically effective for this Chapter. Notice in writing shall be sent to the membership.

ARTICLE XI INACTIVE STATUS

Section 1. This Chapter can become inactive under the National standing rules for inactive status chapters by a two-thirds vote of the existing board of directors.

Section 2. Within thirty days from the date this Chapter has voted to become inactive, by its board of directors, it shall complete and send the inactive status election form to National headquarters, and then follow the procedures set out for inactive status chapters.

ARTICLE XII DISSOLUTION

Section 1. This Chapter can be dissolved by a two-thirds vote of the members present and voting at a membership meeting, if notice of such vote has been submitted to each Chapter member in writing at least thirty days in advance.

Section 2. Within ninety days from the date this Chapter has voted to dissolve by its members, it shall provide written notice of the dissolution vote and surrender its charter and the most recent financial statements and bank statements to the National Headquarters office. The Chapter will be officially dissolved after acceptance of this information by the National Board.

Section 3. In the event of dissolution of the Chapter, any remaining funds will go to a nonprofit organization that is exempt under Section 501(c) (3) of the Internal Revenue Code as follows:

- A. The ASWA Educational Foundation, if it exists, or
- B. ASWA National or another nonprofit organization working for the benefit of the accounting profession to be chosen by the trustees of the dissolution.