



VOTING ON PROPOSED CHAPTER
5 - BYLAW CHANGES

MUST BE PRESENT TO VOTE

TOLEDO, IA

12 NOON

JANUARY 19, 2019

INTERNATIONAL HARVESTOR COLLECTORS

IOWA CHAPTER

BYLAWS

ARTICLE 1 – DEDICATION AND PURPOSE

'International Harvester Collectors Iowa Chapter exists to promote the agricultural heritage of America and in particular, International Harvester products through its members collecting, exhibiting, preserving, and restoring any and all products manufactured by the former International Harvester Company and its successors. The Chapter further seeks to preserve that heritage through adoption of programs that pass it on to younger generations as well as developing and recording the history of the IH company. In furtherance of these purposes, the Chapter may only engage in those activities qualifying as having charitable and educational purposes within the meaning of Section 501©(3) of the Internal Revenue Code of 1986, as may be amended from time to time.'

ARTICLE 2

Section 1 – The identifying number five (5) will be assigned to this Chapter by the “National” International Harvester Collectors Club identifying it as the fifth Chapter of the I.H. Collectors Club.

Section 2 – The official identification shall be the approved “National” International Harvester Collectors logo (to be used worldwide) enclosed in a state outline with Iowa Chapter attached. A bar with an Iowa Chapter will be affixed with the logo to identify the Iowa Chapter.

Section 3 – IH Chapter #5 is registered as a 501© (3) charitable organization in accordance with IRS regulations.

ARTICLE 3 – LEADERSHIP

Section 1 – “International Harvester Collectors Iowa Chapter” – shall have a board of 9 directors. All positions are non-paying.

Section 2 – Directors shall be elected for three-year terms, not to exceed two consecutive terms, three being elected each year at the Annual “Winter” Convention meeting. A nomination Committee of one director and two advisors shall obtain candidates for Directors. Candidates may also be nominated from the floor.

Section 3 – The Directors shall conduct all business of the Chapter, maintain membership roles. They shall be responsible for the development and maintenance of the Chapter.

Section 4 – All Directors including the President shall have one vote on motion. Five affirmative votes shall be required to pass any motion, regardless of Directors in attendance.

Section 5 – The Directors shall vote on the Original Bylaws or any Amendments to the Bylaws, which shall then require approval by the membership at the regular meeting thereafter. There will be a thirty day mailed, written notice (one per household) to members of proposed Bylaw changes. Two-thirds majority of members present are required for approval of Bylaws and/or Amendments to Bylaws.

Section 6 – The Directors shall seek and appoint Advisors as needed, (people specializing in specific areas of the hobby) to act as consultants, contributors of ideas, and to adequately represent all areas of the chapter.

Section 7 – Directors missing two meetings in one year, without a valid excuse, would automatically be dropped from the board. Board members would appoint a new member to fill the remainder of the term.

ARTICLE 4 – OFFICERS

Section 1 – Officers shall be elected from the existing Directors at the first Directors Meeting following the Formation Meeting and thereafter at the first Directors Meeting following the Annual Convention Meeting. They shall be elected by a vote of the Directors.

Section 2 – Officers shall be: President, Vice-President, Secretary.

Section 3 – Officers terms of office shall be one year.

Section 4 – Duties of the officers shall be as follows:

The President shall preside over all meetings and organize committees.

The Vice-President shall function as President in his/her absence and oversee all committees to insure success.

The secretary shall keep minutes of all meetings, and read minutes of the previous meeting, read all important correspondence, and take charge of all documents of the Club, and shall preside in the absence of the President and Vice-President to insure continuity in an emergency.

Section 5 – Duties of Treasurer shall be as follows:

The Treasurer shall be appointed by the Board for a continuous term or until the Treasurer and/or Board of Directors determine it shall be ended after a 30-day notice.

The Treasurer shall be a non-voting, advisory member of the Board.

The treasurer shall maintain an accurate and businesslike record of financial activities, shall be in charge of the Clubs funds and shall make deposits and dispersal of same. The Treasurer shall make a detailed report to the directors at each board meeting and send in all reports to the Iowa Secretary of State, Iowa State Sales Tax, and the IRS for non-profit status. This is necessary to maintain the Club's status.

ARTICLE 5 – MEMBERSHIP AND VOTING

Section 1 – Membership shall be open to anyone having an interest in International Harvester products. All members are expected to participate in their chapter and to attend meetings whenever possible.

Section 2 – Chapter dues shall be \$10.00 per year and may be adjusted as needed. Chapter members must also be a member of the "National" International Harvester Collectors, and annual dues must be paid to the Club in addition to chapter dues. Chapter dues run from January to January, are due in January, and will be delinquent on May 31st. Members in delinquent status are not afforded membership privileges, including voting power.

Section 3 – One membership shall allow one vote at a meeting.

Section 4 – Elections and Amendments to Bylaws shall be voted by ballot; all other motions by a show of hands.

Section 5 – Expulsion or suspension of members: A member shall not be expelled or suspended unless the board of directors, by affirmative vote of two-thirds of all the members of the board, finds cause for such expulsion or suspension. The Board shall provide not less than fifteen (15) days' notice to the member of the proposed expulsion or suspension, reasons therefore and afford an opportunity for a hearing.

- If the member requests a hearing, the Board shall give the member an opportunity to be heard, orally or in writing, not less than five days before the effective date of the expulsion or suspension.
- In conducting the hearing, the Board shall consider all relevant facts and circumstances surrounding the expulsion or suspension and shall render its decision in writing.
- Any written notice given pursuant to this section must be given by certified mail sent to the last address of the member shown on the corporation's record.

ARTICLE 6 - MEETINGS

Section 1 – Annual Meeting – The Annual Meeting of the membership shall be held in the first calendar quarter of each year for the purpose of electing directors and for the transaction of such other business as may come before the meeting.

Section 2 – Regular Meetings – There shall be Regular Meetings of the membership to be held at various locations to be determined at the immediately preceding meeting for the transaction of such business as may come before the club. Locations and times will be determined by the Board of Directors and varied to best accommodate the membership. Regular meetings shall be scheduled four times a year.

Section 3 – Special meetings – Special meetings of the membership, for any purpose or purposes, unless otherwise prescribed by statute, may be called by the President or by the Board of Directors, and shall be called by the President at the written request made by any of the ten (10) or more Members of the corporation entitled to vote at the meeting.

Section 4 – Place of Meeting – The Board of Directors may designate any place, either within or without the State of Iowa unless otherwise prescribed by statute, as the place of meeting for any annual, regular, or special meeting of the membership.

Section 5 – Notice of Meeting - Written or printed 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 no less than seven (7) days before the date of the meeting, either personally or by mail or electronic mail, by or at the direction of the President, or the Secretary, or the officer or persons calling the meeting, to each member entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed to the member at the member's address as it appears on the books of the chapter, with postage thereon prepaid. Written notice delivered as part of a newsletter, magazine or other publication regularly sent to members shall constitute the written notice required by this section if addressed or delivered to the member's address shown in the corporation's current list of members, or in the case of members who are residents of the same household and who have the same address in the corporation's current list of members, if addressed or delivered to one of such members, at the address appearing on the current list of members.

Section 6 – Order of Business – The order of business shall be determined by the President and made available prior to the beginning of the meeting.

Section 7 – Quorum and Manner of Acting – Ten percent (10%) of all the members shall constitute a quorum for purposes of any annual, regular or special meeting of the membership. Each member present shall be entitled to 1 (one) vote on any matter submitted for a vote of the membership. At all meetings of the membership, a quorum being present, the act of the majority of the members shall be the act of the membership, unless the act of a greater number is required by law or these Bylaws.

ARTICLE 7 – Cooperation

Section 1 – The Directors of the Chapter may assist other Chapters with shows, organizing, etc. 'if asked. All members shall encourage and assist in the formation of other new Chapters, in any area where members permit. "Directors shall provide committee chairs with a list of members contact information to be used for sole purpose of obtaining help for Chapter Events after signing a disclosure agreement".

Section 2 – Chapter Members under the Club logo will be required to hold membership in the "National" International Harvester Collectors Club.

ARTICLE 8 – DISSOLUTION

Section 1 – Upon the dissolution of the corporation or in the event it ceases to carry out the objectives and purposes herein set forth, the Board of Directors, after paying or making provisions for the payment of all the liabilities of the corporation, may make distributions to another organization exempt from taxation under Section 501©(3) of the Internal Revenue Code of 1986 and its regulations as they now exist or as they may hereafter be amended, as the Board of Directors may select.

General revision of Bylaws

Proposed by Bylaw committee and the Board of Directors. December 1, 2018

Iowa Chapter #5 Board of Directors:

- **President:** Aaron Wade
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- **Vice President:** Rod Richardson
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- **Secretary:** Paul Schaefer
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- **Treasurer:** Calvin Mennenga
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- **Director:** Bobby Abrahams
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