



Iowa Chiropractic Society Bylaws

Approved April 22, 2016

(An Excerpt from the ICS Bylaws Pertaining to Districts)

ARTICLE XV DISTRICTS

SECTION 1. DISTRICTS. District membership shall consist of all ICS Members residing or practicing in the county groups as set forth below.

SECTION 2. DISTRICT DIRECTORS. The District Director shall be elected by majority vote of the Regular and Life Members present at the election. All nominees must be Regular or Life Members in good standing. The election shall take place at the Annual Meeting of the District from among persons nominated. The Member of the Board of Directors elected by each District shall serve a three (3) year term commencing the year set forth below and every three (3) years thereafter:

- A. NORTH WEST DISTRICT: Lyon, Osceola, Dickinson, Emmett, Sioux, O'Brien, Clay, Palo Alto, Plymouth, Cherokee, Buena Vista, Pocahontas, Woodbury, and Ida counties –2002/05/08/11/14/17/20/23/26/29.
- B. NORTH CENTRAL DISTRICT: Kossuth, Winnebago, Worth, Mitchell, Floyd, Cerro Gordo, Hancock, Humboldt, Wright, Franklin, and Butler counties –2001/04/07/10/13/16/19/22/25/28.
- C. NORTH EAST DISTRICT: Howard, Winneshiek, Allamakee, Clayton, Buchanan, Delaware, Dubuque, Chickasaw, Bremer, and Black Hawk counties –2003/06/09/12/15/18/21/24/27/30.
- D. WEST CENTRAL DISTRICT: Sac, Calhoun, Webster, Hamilton, Greene, Carroll, Audubon and Guthrie counties –2001/04/07/10/13/16/19/22/25/28.
- E. MARSHALL CENTRAL DISTRICT: Boone, Jasper, Poweshiek, Tama, Marshall, Story, Hardin, and Grundy counties –2002/05/08/11/14/17/20/23/26/29.
- F. CEDAR RAPIDS/IOWA CITY DISTRICT: Benton, Linn, Jones, Johnson, and Iowa counties-2003/06/09/12/15/18/21/24/27/30.
- G. EAST CENTRAL DISTRICT: Jackson, Clinton, Cedar, Scott, and Muscatine counties – 2001/04/07/10/13/16/19/22/25/28.
- H. SOUTH WEST DISTRICT: Fremont, Page, Taylor, Adams, Montgomery, Mills, Pottawattamie, Cass, Shelby, Harrison, Monona, and Crawford counties –2002/05/08/11/14/17/20/23/26/29.
- I. SOUTH CENTRAL DISTRICT: Ringgold, Decatur, Wayne, Lucas, Clark, Union, Adair, Madison, Marion, Warren, Polk, Appanoose, Monroe, and Dallas counties –2003/06/09/12/15/18/21/24/27/30.
- J. SOUTH EAST DISTRICT: Davis, Van Buren, Lee, Des Moines, Henry, Jefferson, Wapello, Mahaska, Keokuk, Washington, and Louisa counties –2003/06/09/12/15/18/21/24/27/30.

ARTICLE XVI ACTIVE AND INACTIVE DISTRICTS

SECTION 1. ACTIVE DISTRICTS. An active District shall have a President, Vice President, and Secretary/Treasurer elected annually, and, a District Director elected as provided in Article XV. All Regular and Life Members in the ICS District shall constitute the District's voting membership.

SECTION 2. INACTIVE DISTRICTS. A District shall be considered inactive if it fails to hold regular meetings as provided herein. If any District fails to meet quarterly, or, the President fails to call a District Meeting when requested to do so by four (4) or more Members in good standing of said District, the ICS Board or Executive Committee may declare vacant the seats of the District Officers and appoint temporary Officers of the District to hold office until new Officers are elected at a meeting called for that purpose by the voting Members of the District.

SECTION 3. DISTRICT FUNDS – INACTIVE DISTRICT. Upon reactivation of any District that is inactive, a maximum of \$600.00 will be made available by the ICS and delivered to the District as a reactivation fund.

SECTION 4. DISTRICT DIRECTOR – INACTIVE DISTRICT. In the event that a quorum of District Members can not be assembled to conduct the election, a District Director shall be nominated by the ICS Nominating Committee and elected by the full membership of the ICS under the provision for election of ICS elected Officers as called for in Article VII, Section 6.

ARTICLE XVII DISTRICT MEETINGS

SECTION 1. ANNUAL MEETINGS. District Annual Meetings and election of Officers of each District shall be held within sixty (60) days prior to the ICS Annual Meeting. Notification shall specify the purpose of the meeting.

SECTION 2. REGULAR MEETINGS. Regular meetings of each District shall be held at least once every quarter at such time and place as may be designated by the District membership at each meeting.

SECTION 3. QUORUM. Four (4) Members shall constitute a quorum for the transaction of any business at an official District meeting. The District President, or, in his/her absence the District Vice President, or, in his/her absence the District Secretary/Treasurer, shall appoint from the floor the necessary officers to conduct the meeting. In absence of all officers and/or in the event a quorum is not present, a Secretary will be appointed. In the event a quorum is not present, business may be conducted by those members present. Any business conducted at this meeting will be considered for ratification at the next regular District business meeting at which a quorum is present.

SECTION 4. NOTICE OF MEETINGS. Notice of the District meetings shall be in writing and sent by the District Secretary/Treasurer to District Members and the ICS office by first class mail, facsimile, or e-mail at least ten (10) working days, but no more than thirty (30) working days prior to such meeting. In absence of specific designation by the District membership, the District President shall call each meeting and set the time and place.

SECTION 5. SPECIAL MEETINGS. Special meetings of the District shall be called at the request of the District President or any four (4) District Members or by the ICS Board of Directors.

SECTION 6. BUSINESS BETWEEN MEETINGS. The Officers of a District are allowed to conduct business between District meetings subject to ratification by the District Members at the next District meeting.

ARTICLE XVIII DISTRICT OFFICERS, ELECTION, DUTIES

SECTION 1. DISTRICT OFFICERS. The elected Officers of the District shall be President, Vice President, Secretary/Treasurer, and a District Director who serves on the ICS Board of Directors. District Officers shall be ICS Regular or Life Members in good standing who possess voting privileges. No District Officer shall receive compensation.

SECTION 2. NOMINATION. A Nominating Committee for the election of District Officers shall consist of three (3) Members of the District. The Nominating Committee shall select, verify, and certify at least one (1) nominee for each office to be filled. Nominations from the Nominating Committee will be sent to the District Members by first class mail, facsimile, or e-mail at least twenty (20) days prior to the District Annual Meeting. At the time of the District Annual Meeting, additional nominations may be accepted.

SECTION 3. TERM. Term of district office shall be for one (1) year, except the District Director on the ICS Board of Directors whose term shall be for three (3) years as set forth in these Bylaws. District Officers shall assume office at the end of each District Annual Meeting with the exception of the District Director who shall be installed with the incoming ICS Executive Officers and other District Directors at the ICS Annual Meeting. When elected to fill a vacancy, District Officers and the District Director on the ICS Board of Directors shall assume office immediately after they are elected.

SECTION 4. OFFICES.

A. **DISTRICT PRESIDENT.** The District President shall be the Officer of the District and shall preside at all sessions and appoint and provide oversight for all District committees. The President may execute all documents

approved by the District membership consistent with the purpose of the ICS. In the District Director's absence, the District President may be requested to attend the ICS Board of Directors meetings.

- B. **DISTRICT VICE PRESIDENT.** The District Vice President shall perform the duties of the District President in the absence of the President. If the office of the District President becomes vacant because of death or resignation, the Vice President shall assume the duties of the President for the balance of the term. A new District Vice President shall be elected to complete the unexpired term at the first regular meeting of the District thereafter. In the District Director's absence, the District Vice President may be requested to attend the ICS Board of Directors meetings.
- C. **DISTRICT SECRETARY/TREASURER.** The District Secretary/ Treasurer shall be the recording, corresponding, and accounting officer of the District and shall:
- [1] keep and record all minutes of the proceedings of the District and all financial books, records, papers and property pertaining to the District. All District property in his/her possession shall be open to inspection at all times by any Member of ICS;
 - [2] read all current reports at each meeting of the District except those of committees who shall read their own;
 - [3] notify all District Members and the ICS office of meetings and shall send to the Members copies of all information and material, which he/she receives that should be distributed to the Members;
 - [4] keep a correct current record of the District Members, including the date each Member joined, and status of their membership;
 - [5] keep a true and correct report of all receipts and disbursements and make a report to the District at its meetings. He/she shall deposit all such funds, money, and securities to the District in a federally insured financial institution with capitalization in excess of \$1,000,000.00. All accounts shall use the name of the ICS District and the mailing address of the District's Treasurer. For tax purposes, the ICS tax ID number may be used.
 - [6] maintain a record of all monies owed, received, and disbursed and submit a written report to the District Board and membership as directed by the District President or by a majority vote of the District Members;
 - [7] send a copy of the minutes and attendance record of each meeting to the ICS office within fourteen (14) days;
 - [8] report all financial records of the District to the ICS Board and/or ICS office upon their request as to keep an accurate account of financial records;
 - [9] if the office of the District Secretary/Treasurer becomes vacant because of death or resignation, a new Secretary/Treasurer shall be elected by a majority vote of the Members present at the next meeting of the District to fulfill the term for the balance of the fiscal year; and,
 - [10] if requested, attend the ICS Board of Directors meetings in the District Director's absence.

SECTION 5. DISTRICT DIRECTOR. At the District Annual Meeting the District members shall elect one (1) Member to serve as a Director on the ICS Board of Directors for terms established by Article XV. Such person shall be the liaison officer between the District and the ICS. As an ICS Director, it shall be his/her duty to conduct the business of the ICS in his/her District under the direction of the ICS Board of Directors. The District Director on the ICS Board of Directors shall make known to the ICS Board the needs and desires of the District and represent the District's interests. He/she shall report to the District Officers and Members the business of the ICS Board of Directors. If a Director cannot attend a meeting of the ICS Board of Directors, an Officer of the District or previous District Director may attend the meeting with full proxy and power of a Director pro tem in his/her stead for such meeting. (See Article V, Sections 5 and 10.)

SECTION 6. VACANCIES. A vacancy in the District Director's office shall be filled by special election in the District within sixty (60) days after the vacancy occurs. During the vacancy, the District President shall act as District Director. The election shall be for the balance of the unexpired term. If the District fails to elect a District Director within sixty (60) days, the ICS Board of Directors shall appoint a Member from the District to fill the vacancy.

ARTICLE XIX RULES OF ORDER

The suggested rules of order shall be:

- A. Opening the session in due form;
- B. Calling the roll;
- C. Reading the minutes of the previous meeting;
- D. Report of the Officers (including an ICS Board Meeting Report if applicable);
- E. Committee reports;
- F. Nomination of Officers (at District Annual Meeting);
- G. Communications and introduction of resolutions;
- H. Unfinished/miscellaneous business;
- I. New business;
- J. Election of Officers (at the District Annual Meeting);
- K. Installation of Officers (at the District Annual Meeting);
- L. Appointment of committees;
- M. Adjournment.