



May 22<sup>nd</sup>, 2025 @ 11:00 AM

## IowACE Annual Meeting Agenda

500 15th Ave SW, Cedar Rapids, IA 52404

### 1. CALL TO ORDER

#### • **ROLL CALL OF OFFICERS**

- Adam Coyle – President (Term Exp. 2025)
- Lucas Gonyier – 1<sup>ST</sup> Vice President (Term Exp. 2025)
- Hollie Burgus – 2<sup>ND</sup> Vice President (Term Exp. 2026)
- Todd Nathem – 3<sup>RD</sup> Vice President (Term Exp. 2026)
- Meredith Clark – Treasurer (Term Exp. 2026)
- Michelle Metzger – Sergeant-at-Arms (Term Exp. 2026)
- Nick Lindberg – Secretary (Term Exp. 2025)

#### • **OFFICERS ABSENT**

### 2. APPROVE AGENDA

### 3. APPROVE MINUTES

- 4/25/25 Regular Meeting Minutes

### 4. ANNOUNCEMENTS

### 5. OFFICER REPORTS

- President's Report – lowACE Update
- Treasurer's Report – Monthly Financial Report Update (Review & Approve)
- 1<sup>ST</sup> VP's Report – Conference Committee Update
- 2<sup>ND</sup> VP's Report – Education/Certification Committee Update
- 3<sup>RD</sup> VP's Report – Membership Committee Update
- Sergeant of Arms Report – Legislative Committee Update
- Secretary's Report – Other Updates or Requests

### 6. UNFINISHED BUSINESS

- Updates & Possible Action – ICC Chapter Status (Lucas)
- Updates & Possible Action – Fall Conference Updates (Adam/Lucas)
  - Securing Fall Conference Speakers ASAP — Need feedback and suggestions for national speaker(s) and in-state (free) speakers
- Updates & Possible Action – Creating New Facebook Page, Expanding to Other Social Media Platforms, New Logo Design, Conference Signs, and Merchandise (SWAG)

### 7. NEW BUSINESS

- Review & Possible Action – Yearly Financial Report (Adam)
- Review & Possible Action – FY 25/26 Annual Budget (Lucas)
- Review & Possible Action – Proposed Bylaw Amendments (see item 9 for details)

### 8. OPEN DISCUSSION

### 9. PROPOSED BYLAW AMENDMENTS – EXPLANATION AND MEMBERSHIP VOTE



- VOTE ON AMENDMENT 1 — The first proposed amendment changes Article III, Section 3 (Dues)—which provides 4 membership options and establishes when membership dues are due—by eliminating the four different membership types to simplify things. Amendment language has been provided below with highlighted strike-throughs representing removed text.

**ARTICLE III, Section 3. Dues**

~~Four membership options shall be offered: Student, Active, Associate and Supporting.~~ Annual membership dues established by the Board of Directors (Executive Committee) shall be due on January 1st of each year.

- VOTE ON AMENDMENT 2 — The second proposed amendment changes Article III, Section 4 (Vouchers)—which provides for financial accounting practices—by adding clarifying text, contingencies for vacant offices, and audit clarification. Amendment language has been provided below with italicized highlights representing added text.

**ARTICLE III, Section 4. Vouchers**

All approved claims owed for payment by IowACE shall be submitted to the Treasurer in the form of a written and signed statement, *receipt, and/or invoice*. All expenditures from IowACE funds shall be subject to review by the Board of Directors (Executive Committee). All checks must be signed by the Treasurer *or acting Treasurer or President* upon approval of the Board of Directors (Executive Committee). The establishing of an IowACE bank account shall be the responsibility of the Board of Directors (Executive Committee) and the account shall be placed within the State of Iowa. *There shall be at least two members of the Board of Directors (Executive Committee) with full access to the IowACE bank account that must include the President and Treasurer upon majority vote of the Board of Directors (Executive Committee).* Reconciliation of the bank account will be performed by the *Treasurer and* Finance and Budget Committee. There will be an annual independent audit of the records *by IowACE members who do not have access to the bank account or a financial professional approved by the Board of Directors (Executive Committee).*

- VOTE ON AMENDMENT 3 — The third proposed amendment changes Article IV, Section 5 (Board of Directors / Executive Committee)—which establishes board positions and board voting—by removing the past president’s status as an ex-officio board member with voting rights while also adding a limit to the number of voting members of the same municipality or employer that may serve on the board. Amendment language has been provided below with italicized highlights representing added text while highlighted strikethroughs represent removed text.

**ARTICLE IV, Section 5. Board of Directors (Executive Committee)**

a. There shall be a Board of Directors (Executive Committee) comprised of the President, 1st, 2nd, 3rd Vice President, Secretary, Treasurer, and Sergeant-at-Arms, ~~with the immediate past president as an ex-officio member with voting rights.~~ *The Board of Directors (Executive Committee) shall not consist of more than two (2) voting members from the same municipality or employer.*

- VOTE ON AMENDMENT 4 — The fourth proposed amendment changes Article VIII, Section 1 (Proposal)—the process for proposing and advancing by-laws amendments—as current language does not clarify whether the Board itself has the authority to propose amendments or whether amendments



may only originate from committees or by 1/4<sup>th</sup> petition of the membership. Amendment language has been provided below with italicized highlights representing added text.

**ARTICLE VIII, Section 1. Proposal**

a. Upon written petition officially transmitted to the Board of Directors (Executive Committee), from a standing committee or at least one-fourth (1/4) of the active membership of IowACE, any proposed amendment to these By-Laws shall, after full discussion by the Board of Directors, be prepared as a written ballot at the next annual meeting. *The Board of Directors (Executive Committee) shall also retain the ability to propose, fully discuss, and advance proposed amendments to these By-Laws.*

- VOTE ON AMENDMENT 5 — The fifth proposed amendment changes Article VIII, Section 2 (Adoption)—the process for voting on by-laws amendments—by adding a virtual meeting option. Amendment language has been provided below with italicized highlights representing added text.

**ARTICLE VIII, Section 2. Adoption**

a. Any proposed amendment shall require a majority vote for adoption. The vote shall be by secret ballot with those voting delegates so qualified as eligible to vote at the time of balloting being allowed to vote on the proposed amendment. *If the annual meeting offers a virtual meeting option, a secret virtual ballot shall be used at the time of the vote.*

- VOTE ON AMENDMENT 6 — The final proposed standard amendment addresses Article IX, Section 2 (Order of Business)—which establishes agenda structuring—by adding recommended items and removing unused items. Amendment language has been provided below with italicized highlights representing added text while highlighted strikethroughs represent removed text.

**ARTICLE IX, Section 2. Order of Business**

The order of business of this Association shall be as follows:

1. Roll call of officers
2. *Approval of agenda*
3. Approval of minutes of previous meeting(s)
4. Announcements
5. Reports of officers and minutes
- ~~5. Programs~~
6. Unfinished business
7. New Business
8. Election of officers and seating of same
9. Adjournment

**10. PRESIDENTIAL ASCENSION & NOMINATIONS FOR OPEN SEATS ON BOARD OF DIRECTORS**

- PRESIDENTIAL ASCENSION — Since the sitting President is not seeking re-election, the sitting 1<sup>ST</sup> Vice President—Lucas Gonyier—will ascend to the Presidency per Article IV, Section 4 of the Bylaws (cited below as part of the 1<sup>st</sup> Vice President's duties)

*The President shall be directly responsible for the supervision and guidance of the affairs of this Association and shall preside over all meetings of IowACE. The President shall enforce the By-Laws (Constitution) of this association and perform other duties that would be recognized as being part of the office. The headquarters of the Association shall be the office of the President, so long as it is located in the State of Iowa.*



- ACCEPTING NOMINATIONS — 1<sup>ST</sup> VICE PRESIDENT

*The 1st Vice President shall accede to the Presidency and will preside over all meetings in the absence of the President. The primary duties of the 1st Vice President shall be to chair the Conference Committee and to assist the Treasurer in carrying out the duties of his/her office.*

- ACCEPTING NOMINATIONS — SECRETARY (Although Nick Lindberg was recently appointed to fill the vacant Secretary position, due to the original term's expiration, an election must still be held)

*The Secretary shall keep and maintain an accurate record of the proceedings of all official meetings and the names of all appointed committees and their functions.*

## **11. ELECTIONS TO FILL OPEN SEATS ON BOARD OF DIRECTORS**

- 1<sup>ST</sup> VICE PRESIDENT
- SECRETARY

## **12. INSTALLATION OF INCOMING PRESIDENT LUCAS GONYIER**

## **13. INSTALLATION OF NEWLY ELECTED BOARD MEMBERS**

## **14. SETTING TIME AND DATE FOR NEXT MEETING**

## **15. ADJOURNMENT**

*Reminder to update the next agenda to reflect new board members and terms*