

The Art Directors Association of Iowa Constitution

Adopted: May, 1957

Amended: Feb.1980; July 1983; Sept.1988; June 1994; Sept. 1996; July 1997; Aug.2001; Sept. 2007

ARTICLE ONE—Name and Purpose

Section One—Name

1. This organization shall be know as the ART DIRECTORS ASSOCIATION OF IOWA.
2. In general usage, and in reference in the constitution and by-laws, the organization will be known as the Association or ADAI.
3. Headquarters of the Association shall be in Des Moines, Iowa.

Section Two—Purpose

1. The Association was formed for the purposes of education, charity, and favorable progress in the vocation and service of the professional art director and graphic designer.

ARTICLE TWO—Membership

Section One—Three Membership Categories

1. Professional Membership
 - a. Professional members shall be those persons who produce, create, direct, and teach commercial art, graphic design, or illustration.
 - b. Professional members are restricted to those individuals residing in or working in the state of Iowa.
2. Associate Membership
 - a. Associate members shall be those persons in allied crafts who are approved by the Board of Directors.
 - b. There is no restriction as to the place of residence for an associate member.
 - c. The associate membership shall not exceed twenty percent of the total professional membership of the Association.
3. Student Membership
 - a. Student members, part-time or full-time, shall be those persons who are currently enrolled in a Commercial Art or Graphic Design program at a college or university located in Iowa or students who are residents of Iowa attending a college or university out-of-state.

ARTICLE THREE—Officers

Section One

1. The officers of the Association shall consist of a President, Vice-President/Exhibition, Vice-President/Student Exhibition, Vice-President/Membership, Vice-President/Programs, Treasurer and Secretary.

Section Two

1. There shall be a Board of Directors consisting of the current officers of the Association and all the past presidents who are active members.

Section Three

1. The term of office of an officer shall be for one year.
2. Only the offices of Vice-Presidents and Secretary may succeed themselves. The President and Treasurer may not succeed themselves.
3. The offices of Vice-Presidents may be held by more than one person serving concurrently, because of the volume of work required.
4. The office of President may not be held by more than one person at the same time.
5. An officer may be elected to another office of the Association at the expiration of the term of office currently held.
6. The office of President may not be held by the same person twice.
7. The officers shall serve without compensation.

ARTICLE FOUR—Revenues

Section One

1. The members shall be charged and shall pay dues, payable annually, the amount to be set by the Board of Directors.
 - a. All membership dues shall be due and payable on the same date, the first of September each year.
 - b. New members joining between September 1 and the annual exhibition shall pay the full-year dues.
 - c. New members joining after the annual exhibition and before September 1 shall pay half-year dues.
2. The Board of Directors may determine that certain groups of members will not be required to pay dues (Examples: Contributing Associate Members, Retired Members, and Honorary Members).
3. Company-paid memberships do not require additional dues for replacement memberships.

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ARTICLE ONE—Membership

Section One

1. Applicants for membership in the Association must submit their name, description of occupation, home address, and business address along with with payment of the required dues.
2. Membership applicants may be denied admission based on a vote by the Board of Directors. This vote may be by secret ballot upon request of said Board of Directors. Denial of admission to the Association requires affirmative votes of two-thirds of the board members present. If membership is denied, payment received shall be returned.

Section Two

1. Members whose dues are more than three months in arrears shall be dropped from the membership roster of the Association.
2. After failure to pay dues for a period of one year, a member may not be reinstated, but may become an applicant for membership on the same basis as any candidate for new membership.
3. Continued membership in the Association is contingent on proper conduct at any official Association function. The recommendations of the Board of Directors on matters of conduct shall be final.

ARTICLE TWO—Officers

Section one—President

1. The President shall exercise the usual functions of a presiding officer.
2. Special activities directors and committees may be appointed by the President, upon authorization by the Board of Directors. These persons shall serve without compensation.
3. In the event of the temporary absence of the President, he/she shall designate one of the other officers to perform the duties of President.
4. The President shall collect and distribute the mail for the Association.

Section Two—Vice-President/Exhibition

1. The Vice-President(s)/Exhibition shall have charge of the annual exhibition sponsored by the Association.
2. He/she shall work within budget guidelines approved by the Board of Directors.
3. Any changes in the exhibition rules, entry fees, and category requirements as stated in the "Call for Entries" must be approved by the Board of Directors.
4. The Vice-President(s)/Exhibition may enter their "Call for Entries" and/or other promotional materials for the annual exhibition, but will not enter it in the exhibition for the same year they are working on and promoting.

They may enter these materials in the exhibition the following year, and are encouraged to do so.

5. He/she shall file a financial statement with the Board of Directors within 30 days following the annual exhibition awards meeting.

Section Three—Vice-President/Student Exhibition

1. The Vice-President/Student Exhibition shall have charge of the annual student exhibition sponsored by the Association.
2. He/she shall work within budget guidelines approved by the Board of Directors.
3. Any changes in the exhibition rules, entry fees, and category requirements as stated in the "Call for Entries" must be approved by the Board of Directors.
4. The Vice-President/Student Exhibition or student designer may enter their "Call for Entries" and/or other promotional materials for the annual professional or student exhibition respectively, but will not enter it in the exhibition for the same year they are working on and promoting. They may enter these materials in the exhibition the following year, and are encouraged to do so.
5. He/she shall file a financial statement with the Board of Directors within 30 days following the annual student exhibition awards meeting.

Section Four—Vice-President/Membership

1. The Vice-President/Membership shall maintain a current membership roster. He/she shall publish and distribute said roster in February designating professional members, associate members and student members.
2. He/she shall be responsible for recruiting new members and processing membership applications.

Section Five—Vice-President/Programs

1. The Vice-President/Programs shall arrange for speakers and/or other programs, and meeting places for the regular meetings of the Association.
2. He/she shall work within budget guidelines approved by the Board of Directors.
3. He/she shall be responsible for notifying members of the time, place, and program for each regular meeting.

Section Six—Treasurer

1. The Treasurer shall have charge of all funds of the Association. The President and the Treasurer, or any individual designated by the Board of Directors, shall disburse funds for the Association expenditures only.
2. The Treasurer shall present a report at each Board of Directors meeting on the current financial status of the Association.
3. The Board of Directors shall appoint an financial professional/advisor to complete a Financial Summary of the books prior to the expiration of the term of office each year.

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4. The Treasurer shall be responsible for filing all necessary state and federal financial forms.
5. The Treasurer shall arrange for the authorization of those officers who require the use of Association credit cards.

Section Seven—Secretary

1. The Secretary shall be responsible for recording the minutes of business meetings held by the Association and board meetings held by the Board of Directors.
2. The Secretary shall keep a record of attendance of board members at each meeting of the Board of Directors.
3. The Secretary shall handle all general correspondence of the Association.
4. In case of absence, the President shall appoint a substitute Secretary.
5. The Secretary shall collect and distribute the mail for the Association if the President is unable to do so.

Section Eight

1. If the Board of Directors determines there has been repeated absence by an officer or flagrant remiss in performance of duties, the board shall declare the office vacant and appoint a new officer to serve in that office for the remainder of the term of that office.
2. In the event of death, resignation, or disability of any officer, it shall be the duty of the Board of Directors to determine a successor.

ARTICLE THREE—Meetings

Section One—Regular Meetings

1. There will be at least nine regular meetings of the Association scheduled during the year.
2. Twenty-five percent of the professional membership shall constitute a quorum for the transaction of business at a regular meeting.

Section Two—Meetings of the Board of Directors

1. Meetings of the Board of Directors may be held by mail, e-mail, or phone where simple answers of YES or NO are required.
2. The Board of Directors shall meet regularly, or whenever necessary for the transaction of such business as shall come before it.
3. Six members of the Board of Directors shall constitute a quorum.
4. Board meetings may be called by request in writing, signed by the President, or in his/her absence, the acting President, or by any three members of the Board of Directors.

ARTICLE FOUR—Elections

Section One

1. The annual meeting for the election of officers shall be held during the month of June. Notice regarding the election date shall be mailed to the members prior to the elections.
2. Only professional members shall be allowed to vote at the annual election or any other Association business meeting. The associate members, student members, or guests are not allowed to vote under any circumstances.
3. The Board of Directors shall supply a slate of candidates, to be published and mailed to members prior to the elections.
 - a. Nominations may be made from the floor at the June election meeting.
 - b. Any professional member, who has been a paid-up member of the Association for at least one full year, shall be eligible for nomination as an officer.
4. Four different companies as employers must be represented by the six elected officers.

Section Two—Election Procedure

1. The presiding officer shall call for nominations for the office of President, first. Nominations shall be kept open until every member present has had ample opportunity to nominate any eligible member. When the nominations for President are completed, the Treasurer shall read the names of the members nominated and the members shall vote for one candidate.
 - a. Voting shall be conducted by a show of favorable hands. The candidate receiving the most votes shall be declared the President.
2. When nominations and voting for President have been completed, the same procedure will be followed for the remaining offices.
3. In case of a tie, new nominations shall be taken which shall include the previously tied candidates and a new vote shall be taken immediately.
4. If any elected office is denied or refused after notification, the Board of Directors shall determine a successor.
5. The President shall cast a vote during the election.

Section Three—Convention Delegates

1. Delegates to conventions, after participation in such conventions has been authorized by the Association, shall be elected by show of hands. Every professional member present may vote. The qualifications and duties of delegates, the rules of the delegate elections and the allocating of expense money shall be at the direction of the Board of Directors.

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ARTICLE FIVE—Amendments

Section One

1. These by-laws may be amended by a two-thirds vote of the professional members present at any regular meeting, provided that such a proposed amendment and the original article have been submitted in writing at the previous meeting. Publication of the proposed amendment and the original article, in its entirety, in the official Association publication shall be considered in compliance.
2. All authorization not provided for in these by-laws shall be under the control of the Board of Directors.

ARTICLE SIX—Suspension of Rules

Section One

1. Any article of this Constitution and By-laws may be suspended for not more than one meeting by the vote of two-thirds of the professional members present, except for this article which shall not be suspended.