BY-LAWS

Retired State Police Officers Association, Inc.

Board Governance Document

Adoption Date: June 8, 2026

BOARD RESOLUTION FOR ADOPTION OF BY-LAWS

WHEREAS, the Retired State Police Officers Association, Inc. is a fraternal organization organized for the benefit of its retired members and their spouses; and

WHEREAS, the Board of Directors has reviewed and recommended the adoption of revised By-Laws to strengthen governance, clarify financial oversight, and reduce liability exposure while preserving the Association's fraternal purpose;

NOW, THEREFORE, BE IT RESOLVED that the attached By-Laws are hereby adopted by the membership of the Retired State Police Officers Association, Inc. and shall supersede all prior versions effective upon approval.

Adopted this 8 day of JUNE, 2026

President

Vice President

Secretary/Treasurer

ARTICLE I

NAME AND PURPOSE

Section 1. Name

The name of this organization shall be the Retired State Police Officers Association, Inc. ("Association").

Section 2. Purpose

The Association shall function primarily as a fraternal organization dedicated to developing and maintaining camaraderie, communication, and fellowship among retired Iowa Department of Public Safety peace officers and their spouses. Secondarily, the Association may support the Iowa Department of Public Safety in furtherance of mutually beneficial goals consistent with this mission.

ARTICLE II

MEMBERSHIP

Section 1. Eligibility

Membership shall be limited to retired Iowa Department of Public Safety peace officers and/or their spouses who receive a pension from the Peace Officers Retirement, Accident, and Disability System (POR).

Section 2. Good Standing

A member shall be considered in good standing upon payment of annual dues. Only members in good standing shall be entitled to vote or hold office.

Section 3. Voting Rights

Each member in good standing shall be entitled to one vote.

Section 4. Honorary Membership

The Board of Directors may award honorary membership to individuals who have rendered distinguished public service to the Iowa Department of Public Safety.

(a) Honorary members shall not vote, hold office, or receive benefits reserved for active members.

(b) Honorary members shall receive a membership certificate or card.

(c) Nominations for honorary membership shall be submitted in writing to the Board of Directors and include supporting information.

Section 5. Termination

Membership may terminate for nonpayment of dues, resignation, or conduct inconsistent with the purposes of the Association upon majority Board vote after notice.

ARTICLE III

OFFICERS AND BOARD OF DIRECTORS

The Board shall consist of a President, Vice President, Secretary-Treasurer, and two Directors. Terms shall be two years. Vacancies shall be filled by Board vote until the next annual meeting. The Secretary-Treasurer shall be bonded.

President – Shall preside at meetings, oversee the affairs of the Association, and serve as chief executive officer.

Vice President – Shall assume the duties of the President in the President's absence and provide counsel in Association matters.

Secretary-Treasurer – Shall maintain meeting minutes, maintain membership records, collect dues and donations, safeguard Association funds, and provide financial reports at the annual meeting.

Directors – Shall provide counsel and vote on Board matters.

Vacancies

A vacancy in any office shall be filled by majority vote of the remaining Board members until the next annual meeting.

Removal

An officer may be removed for cause by a two-thirds vote of the Board of Directors.

Compensation and Reimbursement

Officers shall serve without compensation except that:

The Secretary-Treasurer may receive compensation approved by majority vote of members present at the annual meeting.

Officers may be reimbursed for reasonable, documented expenses incurred in performing official duties.

ARTICLE IV

MEETINGS

The Association shall meet annually. Fifteen (15) days' notice shall be provided.

Special Meetings

Special meetings may be called by the President or by any two Board members with reasonable notice to the membership.

ARTICLE V

DUES

Annual dues shall be set by the Board and payable January 1.

Surviving Spouses and Membership Dues

Any surviving spouse who is otherwise eligible for membership in the Association through prior qualifying service or prior membership status shall continue to pay the regular annual dues established for members of the Association.

A surviving spouse of a deceased member who is not independently eligible for membership through prior qualifying service or prior membership status may continue as a surviving spouse member without payment of annual dues, subject to any rights or limitations established by the Board of Directors.

Lifetime Dues Exemption

Any member who has paid annual dues to the Association for twenty (20) or more years may submit a written request to the Board of Directors for exemption from future annual dues. The Board of Directors may approve such request by majority vote. Approval of a dues exemption shall not affect the member's standing, rights, or privileges within the Association.

ARTICLE VI

FINANCIAL MANAGEMENT

Funds shall be deposited in Board-approved financial institutions. Annual financial reports shall be presented to the membership.

The Board of Directors shall have authority to adopt and amend financial governance policies, internal controls, investment policies, reimbursement procedures, and other financial management standards necessary for the prudent operation of the Association.

Audit or Review

The President may appoint an audit or financial review committee annually.

Fiscal Year

The fiscal year of the Association shall be January 1 through December 31 unless otherwise determined by the Board.

ARTICLE VII

PARLIAMENTARY AUTHORITY

Robert's Rules of Order shall govern when applicable.

ARTICLE VIII

QUORUM

Three Board members constitute a quorum. A majority of members present constitutes a quorum for membership votes.

ARTICLE IX

INDEMNIFICATION

The Association shall indemnify officers to the fullest extent permitted under Iowa law for actions taken in good faith.

ARTICLE X

DISSOLUTION

Upon dissolution, assets shall be distributed to a nonprofit organization with similar purposes and no funds shall inure to individual members.

ARTICLE XI

AMENDMENTS

These By-Laws may be amended by a two-thirds vote of members present at a properly noticed meeting.