

# **EASTERN IOWA TOURISM ASSOCIATION BY-LAWS**

## **ARTICLE I: NAME OF REGION**

The name of this organization shall be the Eastern Iowa Tourism Association, Inc. (EITA)

## **ARTICLE II: PURPOSE**

The purpose of EITA is to increase and strengthen the public knowledge and awareness of the Eastern Iowa Tourism region as a four-season tourism destination through marketing, promotion and education.

## **ARTICLE III: MEMBERSHIP**

### **Section 1. Membership**

Memberships in EITA will be offered to qualified attractions, businesses, government agencies and individuals based on a dues structure to be established by the Board of Directors and approved by the membership.

### **Section 2. Membership Qualification**

Membership shall consist of one Director per paid county, one Alternate Director per paid county, Associate Level A, Associate Level B, Neighbor and Friend members. Each Board of County Supervisors shall appoint the Director and Alternate Director. Each county, Associate Level A, and Associate Level B shall be entitled to one vote per fully paid membership. All membership privileges shall be denied any member 90 days or more in arrears of designated membership investment.

## **ARTICLE IV: BOARD OF DIRECTORS**

### **Section 1. Executive Committee**

The officers of the EITA Executive Committee shall consist of a President, President-Elect. The Executive Director will serve on the Executive Committee as a non-voting, ex-officio member.

### **Section 2. Officers**

The officers of the EITA Board of Directors shall consist of a President, President-Elect, Vice President of Education, Vice President of Marketing, Vice President of Membership, Vice President of Legislation, Director At Large, Treasurer, and Past President/At-Large Member.

### **Section 3. President**

The President shall preside at all meetings of EITA and shall have the duties normally conferred by parliamentary usage of such officers. The President shall serve a term not to exceed one year except when filling a vacancy left by a previous president, or until his/her successor shall take office. A President may succeed him/herself, in the event the President is unable to take office, upon majority vote of the Board of Directors.

### **Section 4. President-Elect**

The President-Elect shall act for the President in his/her absence and shall succeed the President in term of office, upon majority vote of the Board of Directors.

### **Section 5. Treasurer**

The Treasurer shall be responsible for supervising the financial operations of the organization. The Treasurer shall also act as the co-signer (\$1,000 and over) and supervisor for all financial transactions of EITA.

### **Section 6. Terms of Office**

Each officer will be elected for a one-year term.

Each officer may serve no more than five consecutive years on the EITA Board of Directors.

## **ARTICLE V: ELECTION OF EXECUTIVE COMMITTEE**

### **Section 1. Annual Meeting**

An annual organizational meeting date, where the Executive Committee and Board of Directors will be installed, shall be determined by the President and Executive Director.

**Section 2. Nominating committee**

A nominating committee consisting of no less than 3 members shall be appointed by the President. No less than 90 days prior to the Annual Meeting the nominating committee shall notify the membership of such offices open for election. The nominating committee shall compile and present the nominated slate of officers up for election to the Board of Directors no less than 30 days prior to the Annual Meeting. The Board of Directors shall review and upon approval shall present the slate at the Annual Meeting at least 15 days prior to the voting membership.

**Section 3. Nominations**

Nominations may be made from the floor at the Annual Meeting and election of the Board of Directors specified in Section 2 of Article IV shall follow immediately thereafter. A simple majority of those elected must be County Directors or Alternates.

**Section 4. Election**

A candidate receiving a majority vote of the membership present to legally conduct business shall be declared elected, and shall serve for one year or until his/her successor shall take office.

**Section 5. Vacancies**

Vacancies in office shall be filled immediately through appointment by the Board of Directors.

**ARTICLE VI: MEETINGS**

**Section 1. Meetings**

Membership meetings shall be held not less than bi-monthly at a time and place determined by the Board of Directors. The Board of Directors shall meet bi-monthly at a time and place determined by the Board of Directors. The membership shall receive sufficient notice as to the location of all organizational meetings.

**Section 2. Quorum**

A quorum shall consist of a simple majority of the county directors, alternates and Associate Level A, and Associate Level B members. The number of votes necessary to transact business shall be a simple majority.

**Section 3. Special Meetings**

Special meetings of the organization may be called by the President or when requested to do so by a majority of members. The President shall notify all members by mail not less than five days in advance of such special meetings.

**Section 4. Official Action**

All meetings or portions of meetings at which official action is taken shall be open to the general public. However, the Board of Directors may meet in closed session for the purpose of discussing personnel or property.

**Section 5. Parliamentary Procedure**

Unless otherwise specified, Robert’s Rules of Order shall govern the proceedings at the meetings of EITA.

**ARTICLE VII: EMPLOYEES**

Within the limits imposed by the funds available for its use, EITA may employ such staff and/or consultants as it sees fit to aid in its work. Appointment of the Executive Director only shall be made by a majority vote of the Board of Directors. Other Staff will be hired by the Executive Director with approval by the Board of Directors.

**ARTICLE VIII: AMENDMENTS**

These by-laws may be amended by a majority vote of the entire Executive Committee and approved by the membership. Notice shall be given no less than ten days prior to the meeting to consider changes in the by-laws, notice to be given by the President.

Adopted: May 13, 1998

Approved & Updated: June 25, 2014

Attested:

\_\_\_\_\_  
President

\_\_\_\_\_  
President-Elect

## •THE ORGANIZATION

### MISSION OF EASTERN IOWA TOURISM ASSOCIATION

The Eastern Iowa Tourism Association (EITA) is a membership tourism marketing organization in partnership with the Iowa Tourism Office. The EITA mission is: to create a thriving economic environment in Eastern Iowa by promoting our region as a principal destination for potential visitors and by serving as a catalyst to enhance our members' tourism marketing efforts.

### DESCRIPTION OF EASTERN IOWA TOURISM ASSOCIATION

One of the three tourism regions in Iowa, the Eastern Iowa Tourism Association (EITA) encompasses a 28 county area in the eastern third of the state, and is the only organization solely devoted to enhancing and developing the tourism industry in Eastern Iowa.

A steadily growing organization, EITA is founded on strong membership involvement and represents businesses, organizations, and individuals from every facet of the tourism industry - and from those interested in the tourism industry. Working together with over 200 members, EITA actively carries out aggressive programs each year in marketing, public relations, education and community outreach assistance.

Eastern Iowa Tourism Association holds general membership meetings on a bi-monthly basis in various locations throughout the region and the EITA Board of Directors also meets bi-monthly. Committee meetings are called by the committee chairperson on an as-needed basis.

### HOW THE EASTERN IOWA TOURISM ASSOCIATION OPERATES

EITA is a democratic association of business, professional and volunteer people governed by an Executive Committee and an Executive Director who are guided by bi-laws developed by the Board of Directors and approved by the membership.

#### Staff

- EITA staff works with the Executive Committee and standing committees to implement the activities of the association.
- Executive Director employs staff with the policies set and approved by the Board of Directors.
- All employees are accountable to the Board of Directors through whom all communication to the Board of Directors is channeled.

#### Executive Committee/Board of Directors

- The EITA Board of Directors is the policymaking body of the organization. Its members represent the business and volunteer leadership of the region. The Board of Directors consists of nine members. The Executive Committee consists of three members – President, Past-President, and President-Elect. The president presides over all meetings of the Board of Directors.
- The Board of Directors employs the Executive Director, to whom it delegates responsibility for the day to day operations of EITA.

#### Committees

- A committee structure is the most effective means of harnessing energies and abilities of volunteers. Committees are responsible to the Board of Directors and report to the Board of Directors through their respective Vice Presidents.

#### Expulsion of Committee Members

- A member of any committee, including the Board of Directors, who is absent from three (3) regular meetings of the affected committee, unless confined by illness or other absence approved by the Executive Committee, shall be suspended from that committee. The President will notify the Board of Directors of the suspension at the next regular meeting and the committee may (at its discretion) remove the member from the committee by a quorum vote. Alternatively, suspensions may be lifted by the Board of Directors upon showing of good cause by the absent committee member by a quorum

vote of the Board of Directors. The Board of Directors members' "regular meetings" include both Board of Directors and General Membership meetings.

### **Control**

- EITA policy control is vested in its Executive Committee, Board of Directors. Administrative control, including staff supervision, is vested in the Executive Director position.

### **Committee Meetings**

- EITA staff member liaison to the affected committee will distribute all meeting notices within two weeks prior to the scheduled meeting. Emergency meetings may be scheduled within fewer than two weeks and meeting dates may change due to conflict; in these cases at least five days notice is expected. These should *not* be frequent occurrences.

### **Committee Meeting Minutes**

- Adequate minutes are required of all official meetings of EITA committees, Sub-Committees, Task Forces, Executive Committee, and Board of Directors.
- Minutes should include time, date, location and names of those present and absent. Minutes should be brief, yet reflect accurately all action taken. They should also include the approval of the minutes of the previous meeting. If no more than one meeting is held, the minutes should be read at the following parent committee meeting, i.e.: Fam Tour Itinerary Sub-Committee minutes should be approved at the next Fam Tour Committee meeting.
- Minutes will be distributed to the committee members at least two weeks prior to the next meeting along with the next meeting notice of that committee. (If a meeting needs to be rescheduled because of conflict, or scheduled sooner than expected, the minutes may be distributed within two weeks prior to the next meeting; this should *not* be a frequent occurrence.)

## **HOW EASTERN IOWA TOURISM ASSOCIATION IS FINANCED**

Funding to complete the programs within EITA comes from three major sources: 1) contracted funds from the Iowa Tourism Office/Iowa Economic Development Authority 2) contributions from the 28 counties within Eastern Iowa and 3) memberships. EITA budget is calculated on a July 1 - June 30 fiscal year.

## **RECOMMENDATIONS/ENDORSEMENTS**

EITA does not furnish recommendations regarding the character or the moral and financial standing of individuals or firms. When requested, EITA will provide a list of member individuals or firms supplying materials or services so the inquirer may negotiate with such members with no recommendation from EITA (Membership labels will be sold to EITA members; the cost equal to the expense of production. Membership labels will be sold to non-EITA members; the cost equal to level B of \$165.00).

EITA does not serve as an employment agency, nor does it assure responsibility for securing sales or other representation for members. In general practice, EITA makes no endorsements by letter, through the press or otherwise of any product, scheme, project, company, individual or agency.

EITA promotes, on an equal basis, all members of the association. All leads are available to fully paid members. EITA will not give names of non-members when members provide the product or services about which the inquiry is made.

## **•MEMBERSHIP POLICIES**

### **MEMBERSHIP STRUCTURE**

Membership in EITA is offered to qualified attractions, businesses, government agencies and individuals based on a dues structure. Eastern Iowa Tourism Association has five classes of membership: County - \$500, Associate Level A - \$135, Associate Level B - \$165, Friends - \$50 and Neighbors (Associate Level A - \$135, and Associate Level B - \$165).

## ELIGIBILITY

### **County:**

All of the 28 county boards of supervisors in the State-designated Eastern Iowa Tourism Region are eligible for county membership. Each board shall appoint one County Director and one Alternate for representation and voting at meetings and in EITA activities.

### **Associate A:**

Members include: Lodging <30 rooms, Individual Shops, Campgrounds, Festivals, Non-profit Attractions, County Conservation Boards, Historical Societies, Districts and County Tourism Groups.

Members will be included in the visitors guide, may attend meetings, receive the newsletter and 10% discount on EITA merchandise. May also vote and participate in other EITA benefits.

### **Associate B:**

Members include: Lodging 30+ rooms, Merchants Associations, Restaurants & Services, For Profit Attractions, Casinos, Management Companies, Cities, CVBs and Chamber, Shopping Centers, Resorts & Cultural Alliances, Retail Companies, and Chains. Members will be included in the visitors guide, may attend meetings, receive the newsletter and 10% discount on EITA merchandise. May also vote and participate in other EITA benefits.

### **Neighbor:**

Associate Level A and Associate Level B from neighboring states and regions that wish to be included in our visitors guide. Neighbors are required to have membership in their own regional organization (if membership exists) before becoming an EITA member. They will be included in the visitors guide may attend meetings, receive the newsletter and 10% discount on EITA merchandise. Neighbor members are not eligible to vote or to apply for EITA grants.

### **Friend:**

Individuals who wish to support the efforts of EITA. May attend meetings; receive the newsletter and 10% discount on EITA merchandise.

## MEMBERSHIP YEAR

EITA membership year begins on July 1 and ends the following June 30; the membership year is the same as the fiscal year.

## APPLICATION

All applications for membership must be made in writing - on official EITA membership forms - to EITA, constituting an agreement on the part of the applicant, if accepted, to adhere to all policies and procedures adopted by the Board of Directors for EITA.

## DUES AND PAYMENT

Membership dues are invoiced annually and are payable upon receipt of invoice. New members must send in payment of dues with their application materials. Dues are not pro-rated. Contributions, gifts or membership dues paid to the Eastern Iowa Tourism Association are not deductible as charitable contributions for federal income tax purposes.

The membership dues structure is as follows:

**County:** \$500

**Associate Level A:** \$135

**Associate Level B:** \$165

**Neighbors:** Associate Level A - \$135, and Associate Level B - \$165

**Friends:** \$50

## STANDARD OF CONDUCT

As a membership organization, EITA members are under public scrutiny. Members are judged not only on the actions they take, but also on how they are perceived. All EITA members are to be conscious of their public image.

## COMPLAINT OR GRIEVANCE

If an EITA member has a complaint or grievance the long-term interest of EITA dictates that the concern should be brought forward immediately and resolved on an internal basis. The following steps are the grievance procedures:

**Step One** - An attempt shall be made to resolve the complaint in informal discussion between the complainant and EITA Executive Director or other appropriate staff member within seven days.

**Step Two** - If the grievance cannot be resolved informally, the complainant may file a written complaint with the Executive Director. The filing of the second step must take place within ten (10) working days from Step One. A meeting between the complainant and the Executive Director must be held within ten (10) days from the written complaint being filed. A written decision by the Executive Director shall be provided to the complainant within ten (10) days of the Step Two meeting.

**Step Three** - If the grievance cannot be resolved at Step Two the complainant may schedule a meeting with the EITA President. The meeting must be requested within ten (10) days from the Executive Director's decision at Step Two; be held within ten (10) days following the request; and a final decision issued by the EITA President within ten (10) days of the Step Three meeting.

Note: If the complaint is with the Executive Director, follow same procedure, with Step Two being the EITA President and Step Three the Board of Directors.

#### *Likewise...*

If an EITA staff member, Board of Directors (or a member thereof) or another EITA member has a complaint or grievance against an EITA member, the long-term interest of EITA dictates that the concern should be brought forward immediately and resolved on an internal basis. The following steps are the grievance procedures:

**Step One** - An attempt shall be made to resolve the complaint in informal discussion between the complainant (the EITA Executive Director or other appropriate staff member) and the member within seven days.

**Step Two** - If the grievance cannot be resolved informally, the complainant may file a written complaint with the Executive Director. The filing of the second step must take place within ten (10) working days from Step One. A meeting between the complainant, the Executive Director and the member in question must be held within ten (10) days from the written complaint being filed. A written decision by the Executive Director shall be provided to the complainant within ten (10) days of the Step Two meeting.

**Step Three** - If the grievance cannot be resolved at Step Two the complainant may schedule a meeting with the EITA President. The meeting must be requested within ten (10) days from the Executive Director's decision at Step Two; be held within ten (10) days following the request; and a final decision issued by the EITA President within ten (10) days of the Step Three meeting.

Note: If the complainant is the Executive Director, follow same procedure, with Step Two being the EITA President and Step Three the Board of Directors.

## **RESIGNATION**

All resignations shall be rendered to EITA in writing and shall be accompanied by a check in the amount of dues which shall have accrued to the date of resignation. (If a member is invoiced in July and does not resign until September, that member shall owe EITA one fourth of one year's dues.)

## **FORFEITURE**

If any member fails to pay dues within ninety (90) days from the date payable, membership will be forfeited. The Board of Directors has the authority to determine conditions for the reinstatement of any member whose membership has been forfeited due to nonpayment of dues.

## **EXPULSION**

Any member may be expelled by the Board of Directors for nonpayment of dues after ninety (90) days from the date due, unless otherwise extended for good cause.

Any member may be expelled - following proper grievance procedures - by a quorum of the Board of Directors at a regularly scheduled or special meeting for conduct unbecoming a member, opposing the EITA Policies and Procedures, or prejudicial to the aims or repute of EITA or its staff members.

**VOTING RESTRICTION**

Each County receives one vote; either the Director or the Alternate may vote. Each Associate member is allowed one vote. Friend members do not have voting privileges. Neighbor members do not have voting privileges.

**MATERIALS RESTRICTIONS**

Keeping the budget and membership benefits in mind, each member receives one set of all EITA mailings and materials per member representative. Counties receive one mailing for the Board of Supervisors, one for the Director and one for the Alternate. Each Associate member receives one set. Friends and Neighbors receive the monthly newsletter and related special mailings only. Additional special materials will be sent on a fee per project basis, however, if a member wants to receive more than one set of all regular mailings and materials, membership dues must be paid in reciprocate numbers.