

BYLAWS OF  
THE IOWA NETWORK AGAINST HUMAN TRAFFICKING

ARTICLE 1 - NAME AND PURPOSE

*Section 1 - Name:* The name of the organization shall be “The Iowa Network Against Human Trafficking,” which may be abbreviated on second reference as “Iowa NAHT,” as in these bylaws.

*Section 2 - Structure, Purpose, Composition and Methods:* Iowa NAHT is organized exclusively for charitable, scientific and educational purposes. It is a nonprofit organization incorporated into the laws of the State of Iowa.

The purpose of the Iowa NAHT is to be a statewide platform for collaboration among non-profit organizations, volunteers and others working to end human trafficking in Iowa. The Iowa NAHT will raise awareness and promote effective prevention and education. The Iowa NAHT will further the growth of volunteers involvement, intervention, rescue, and best practice recovery services, as well as the training of law enforcement, the judicial system and state employees and non-profit agencies. The Network encourages the establishment and funding of both state agencies and nonprofits to fight trafficking, and coordinates the public and private response to end trafficking in all forms.

In view of its purpose, the Iowa NAHT board shall include representatives of the regional collaborations and non-profit anti-trafficking organizations in Iowa as well as faith-based institutions and volunteers committed to the fight against human trafficking.

In general, the methods of the Iowa NAHT include Statewide coalition-building, raising awareness, and providing education and public policy advocacy, but other approaches may be pursued as needed in light of the Iowa NAHT's purpose.

## ARTICLE II - MEMBERSHIP

*Section 1 - Membership:* Membership shall consist of the board of directors. Iowa NAHT's Board of directors should include at least one representative from each regional human trafficking network within Iowa. The board should also consider members representing law enforcement, major anti-human trafficking provider agencies, child welfare, the faith community, educators, healthcare providers and concerned citizens.

## ARTICLE III - TAX EXEMPTION

*Section 1 - Internal Revenue Code classification:* The Iowa NAHT shall be operated exclusively for those purposes allowed an exempt organization under Section 501(c)(3) of the Internal Revenue code of 1986 and its regulations as they now exist or the corresponding provisions of any future applicable United States Internal Revenue code provisions.

*Section 2 - Lobbying:* The Iowa NAHT shall elect tax treatment status under Section 501(h) of the Internal Revenue code of 1986. The Iowa NAHT shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

*Section 3 - Use and disposition of funds:* No part of the net earnings of the Iowa NAHT shall inure to the benefit of, or be with distributable to, its directors, officers or other private persons, except that the Iowa NAHT shall be authorized and empowered to pay reasonable compensation to Iowa NAHT consultants, researchers and others for services rendered. Board members may be reimbursed for out-of-pocket expenses such as travel or printing but will not be paid for time. If at anytime the Iowa NAHT is dissolved or liquidated, wholly or partially, all of the assets of the Iowa NAHT remaining after payment of all liabilities or obligations shall be disposed of exclusively for the purposes of the Iowa NAHT in such manner, or to such organization or organizations organized and operated exclusively for charitable, religious, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue code of 1986 (or the corresponding provisions of any future United States Internal Revenue provisions), as the board of directors shall determine.

#### ARTICLE IV - BOARD OF DIRECTORS

*Section 1 - Board role, size and compensation:* The board is responsible for overall policy and direction of the association, and delegates responsibility of day-to-day operations to paid consultants,, the chair and officers of the board and board committees. The board will have up to 18 but not fewer than 11 directors. The board receives no compensation other than reasonable expenses.

*Section 2 - Terms:* All directors shall serve two-year terms, but are eligible for re-election for a total of no more than three consecutive terms.

*Section 3 - Meeting Schedule:* The board shall meet at least six times per year.

*Section 4 - Conduct of Meetings:* The chair shall preside at meetings. The agenda will be developed by the chair in consultation with the executive committee prior to the meeting.

Meetings may be conducted in-person, by conference call, or Skype. When necessary, voting may be conducted by e-mail between meetings. Meetings shall be conducted according to the latest edition of the American Institute of Parliamentarians Standard Code of Parliamentary Procedure.

*Section 5 - Board elections:* During the last quarter of each calendar year, the board shall elect directors to replace those whose terms will expire at the end of the calendar year. This election shall take place during a regular meeting of the directors, called in accordance with the provisions of these bylaws.

*Section 6 - Election procedures:* New directors shall be elected by a majority of directors present at such a meeting, provided there is a quorum present. Directors so elected shall serve a term beginning on the first day of the next calendar year.

*Section 7 - Quorum:* A quorum must be attended by at least a simple majority of directors for business transactions to take place and motions to pass.

*Section 8 - Officers and Duties:* There shall be four officers of the board, consisting of a chair, vice-chair, secretary, and treasurer. Officers are elected annually for one-year terms at the first quarterly meeting of that calendar year.

The major duties of the officers are:

*The chair* shall convene regularly scheduled board meetings and shall preside or arrange for other members of the Executive Committee to preside at each meeting in the following order: vice-chair, secretary, treasurer.

*The vice-chair* Shall preside as chair in the absence of the chair.

*The secretary* shall be responsible for overseeing the following: taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each director, and assuring the corporate records are maintained.

*The treasurer* shall make a report at each board meeting. The treasurer shall assist in the preparation of the Iowa NAHT budget, help develop fundraising plans, and make financial information available to directors. The treasurer is also responsible for filing any necessary tax returns and other reports required by law and ensuring Iowa NAHT compliance with tax laws governing 501(c)(3) organizations in particular regarding the Iowa NAHT's 501(h) election regarding lobbying. The board must approve the budget and all expenditures must be within the budget. Any major change in the budget must be approved by the board or the executive committee. Annual reports are required to be submitted to the board showing income,

expenditures, and pending income. The financial records of the organization are public information and shall be made available to the directors and to the public.

*Section 9 - Vacancies:* When a vacancy on the board exists mid-term, the chair must receive nominations for new directors from present directors in advance of a board meeting. These nominations and qualifications shall be sent out to directors prior to the regular board meeting at which the voting is to take place. These vacancies will be filled only to the end of that particular director's term.

*Section 10 - Resignation, termination, and absences:* Resignation from the board must be in writing and/or email and received by the secretary. A director may be terminated from the board due to excessive absences defined by more than two unexcused absences from board meetings in a year. A director may be removed for other reasons by three-fourths vote of the remaining directors.

*Section 11 - Special meetings:* Meetings of the board shall be called upon the request of the chair, or one-third of the board. Notice of the special meeting should be sent out by the secretary to each director at least two weeks in advance.

*Section 12 - Conflicts of Interest:* No director or staff member may have a direct or indirect financial interest in the assets or leases of the corporation. The organization shall not purchase goods or services from a director or from an organization with which the director is affiliated. The board must approve any transaction that financially benefits any director, director's family or another organization with which a director is affiliated.

*Section 13 - Contributions:* Directors are encouraged to contribute financially to the Iowa NAHT according to their means.

*Section 14 - Calendar year:* The Iowa NAHT shall operate on a calendar year running from January 1 to December 31.

## ARTICLE V - COMMITTEES

*Section 1 - Committee formation:* The board may create committees as needed such as fundraising, housing, public relations, speakers bureau, public information, public policy, research, etc. The board chair appoints all committee chairs and committee members. Although chairs must be appointed from within the board, committee members are not limited to board membership.

*Section 2 - Executive Committee:* The four officers serve as the members of the executive committee. Except for the power to amend the articles of incorporation and by-laws, the executive committee shall have all the powers and authority of the board of directors in the intervals between meetings of the board of directors, and is subject to the direction and control of the full board. Once annually, officers will propose new strategic plan goals for board consideration and approval. At the end of each calendar year the executive committee will compose an annual report of progress in the past year.

*Section 3 - Advisory Council:* At its discretion, the board may elect an advisory council to provide guidance to the board and staff on how best to accomplish the mission of the Iowa

NAHT. In general, advisory council members should be chosen because of their expressed desire to volunteer and contribute to the effort to end human trafficking. Advisors might include, but are not limited to, elected public officials, prosecutors, fundraisers, law enforcement officers, public relations, survivors of trafficking, healthcare organizations, academic institutions, and nonprofit entities focused on issues related to human trafficking. The advisory council should not be limited in number. The term of service of the advisors should be determined by mutual agreement between each advisor and the board.

#### ARTICLE VI - CONSULTANTS AND STAFF

*Section 1* - The Iowa NAHT does not employ paid staff but rather secures consultants approved by the board in carrying out the organization's goals and policies.

#### ARTICLE VII - AMENDMENTS

*Section 1 - Amendments:* These bylaws may be amended when necessary by two-thirds majority of the board of directors. Proposed amendments must be submitted to the secretary to be sent out with regular board announcements.

#### Certification

These bylaws were approved at a meeting of the board of directors by a two-thirds majority vote on October 10, 2016.

Date



Chair \_\_\_\_\_

George Belitsos

Date \_\_\_\_\_