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Form **990-EZ****Short Form**  
**Return of Organization Exempt From Income Tax**

OMB No 1545-1150

**2009****Open to Public Inspection**Department of the Treasury  
Internal Revenue Service

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

▶ Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than \$500,000 and total assets less than \$1,250,000 at the end of the year may use this form

▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

**A** For the 2009 calendar year, or tax year beginning **October 1**, 2009, and ending **September 30**, 2010

**B** Check if applicable:

- ☐ Address change  
☐ Name change  
☒ Initial return  
☐ Terminated  
☐ Amended return  
☐ Application pending

Please use IRS label or print or type. See Specific Instructions.

**C** Name of organization**Midwestern Chapter International Society of Arboriculture**

Number and street (or P.O. box, if mail is not delivered to street address) Room/suite

**1097 150th Street**

City or town, state or country, and ZIP + 4

**Fairbank, Ia. 50629-8611****D** Employer identification number**27-1378528****E** Telephone number**319-415-6315****F** Group Exemption Number ▶

• **Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).**

**G** Accounting Method: ☒ Cash ☐ Accrual  
 Other (specify) ▶

**H** Check ☐ if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF).

**I** Website: ▶ **www.mwisa.org**

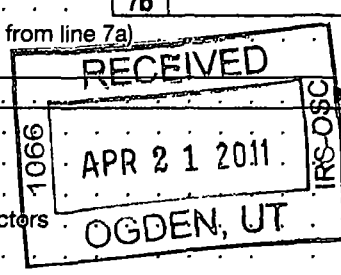
**J** Tax-exempt status (check only one) — ☒ 501(c) ( 3 ) ◀ (insert no.) ☐ 4947(a)(1) or ☐ 527

**K** Check ☐ if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A Form 990-EZ or Form 990 return is not required, but if the organization chooses to file a return, be sure to file a complete return

**L** Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts; if \$500,000 or more, file Form 990 instead of Form 990-EZ ▶ \$ **117582**

**Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances** (See the instructions for Part I.)

Revenue	<b>1</b>	Contributions, gifts, grants, and similar amounts received . . . . .	<b>1</b>	<b>11275</b>
	<b>2</b>	Program service revenue including government fees and contracts . . . . .	<b>2</b>	<b>57190</b>
	<b>3</b>	Membership dues and assessments . . . . .	<b>3</b>	<b>43020</b>
	<b>4</b>	Investment income . . . . .	<b>4</b>	<b>8097</b>
	<b>5a</b>	Gross amount from sale of assets other than inventory . . . . .	<b>5a</b>	<b>0</b>
	<b>b</b>	Less: cost or other basis and sales expenses . . . . .	<b>5b</b>	<b>0</b>
	<b>c</b>	Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a) . . . . .	<b>5c</b>	<b>0</b>
	<b>6</b>	Special events and activities (complete applicable parts of Schedule G). If any amount is from gaming, check here <input type="checkbox"/>		
	<b>a</b>	Gross revenue (not including \$ _____ of contributions reported on line 1) . . . . .	<b>6a</b>	<b>0</b>
	<b>b</b>	Less: direct expenses other than fundraising expenses . . . . .	<b>6b</b>	<b>0</b>
<b>c</b>	Net income or (loss) from special events and activities (Subtract line 6b from line 6a) . . . . .	<b>6c</b>	<b>0</b>	
<b>7a</b>	Gross sales of inventory, less returns and allowances . . . . .	<b>7a</b>	<b>0</b>	
<b>b</b>	Less: cost of goods sold . . . . .	<b>7b</b>	<b>0</b>	
<b>c</b>	Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a) . . . . .	<b>7c</b>	<b>0</b>	
<b>8</b>	Other revenue (describe ▶ _____)	<b>8</b>	<b>0</b>	
<b>9</b>	<b>Total revenue.</b> Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8	<b>9</b>	<b>117582</b>	
Expenses	<b>10</b>	Grants and similar amounts paid (attach schedule) . . . . .	<b>10</b>	<b>17250</b>
	<b>11</b>	Benefits paid to or for members . . . . .	<b>11</b>	<b>0</b>
	<b>12</b>	Salaries, other compensation, and employee benefits . . . . .	<b>12</b>	<b>0</b>
	<b>13</b>	Professional fees and other payments to independent contractors . . . . .	<b>13</b>	<b>23885</b>
	<b>14</b>	Occupancy, rent, utilities, and maintenance . . . . .	<b>14</b>	<b>0</b>
	<b>15</b>	Printing, publications, postage, and shipping . . . . .	<b>15</b>	<b>7514</b>
	<b>16</b>	Other expenses (describe ▶ <b>see attached</b> ) . . . . .	<b>16</b>	<b>52499</b>
	<b>17</b>	<b>Total expenses.</b> Add lines 10 through 16 . . . . .	<b>17</b>	<b>101148</b>
	<b>18</b>	Excess or (deficit) for the year (Subtract line 17 from line 9) . . . . .	<b>18</b>	<b>16434</b>
	<b>19</b>	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return) . . . . .	<b>19</b>	<b>86488</b>
<b>20</b>	Other changes in net assets or fund balances (attach explanation) . . . . .	<b>20</b>	<b>0</b>	
<b>21</b>	Net assets or fund balances at end of year. Combine lines 18 through 20 . . . . .	<b>21</b>	<b>102922</b>	

**Part II Balance Sheets.** If Total assets on line 25, column (B) are \$1,250,000 or more, file Form 990 instead of Form 990-EZ.

(See the instructions for Part II.)

	(A) Beginning of year	(B) End of year
<b>22</b> Cash, savings, and investments . . . . .	<b>83458</b>	<b>99892</b>
<b>23</b> Land and buildings . . . . .	<b>0</b>	<b>0</b>
<b>24</b> Other assets (describe ▶ <b>computer, office equipment, programs</b> ) . . . . .	<b>3030</b>	<b>3030</b>
<b>25</b> <b>Total assets</b> . . . . .	<b>0</b>	<b>0</b>
<b>26</b> <b>Total liabilities</b> (describe ▶ _____) . . . . .	<b>0</b>	<b>0</b>
<b>27</b> <b>Net assets or fund balances</b> (line 27 of column (B) must agree with line 21) . . . . .	<b>86488</b>	<b>102922</b>

For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

Cat No. 106421

Form **990-EZ** (2009)

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**Part V Other Information** (Note the statement requirements in the instructions for Part V.)

	Yes	No
<b>33</b> Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity . . . . . <u>Articles of Incorporation, Iowa.</u>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<b>34</b> Were any changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the changes . . . . .	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<b>35</b> If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T.		
<b>a</b> Did the organization have unrelated business gross income of \$1,000 or more or was it subject to section 6033(e) notice, reporting, and proxy tax requirements?		<input checked="" type="checkbox"/>
<b>b</b> If "Yes," has it filed a tax return on Form 990-T for this year?		
<b>36</b> Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N . . . . .		<input checked="" type="checkbox"/>
<b>37a</b> Enter amount of political expenditures, direct or indirect, as described in the instructions. ▶ <b>37a</b> <u>0</u>		
<b>b</b> Did the organization file Form 1120-POL for this year?		<input checked="" type="checkbox"/>
<b>38a</b> Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the period covered by this return? . . . . .		<input checked="" type="checkbox"/>
<b>b</b> If "Yes," complete Schedule L, Part II and enter the total amount involved . . . . . <b>38b</b>		
<b>39</b> Section 501(c)(7) organizations. Enter:		
<b>a</b> Initiation fees and capital contributions included on line 9 . . . . . <b>39a</b>		
<b>b</b> Gross receipts, included on line 9, for public use of club facilities . . . . . <b>39b</b>		
<b>40a</b> Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under: section 4911 ▶ <u>0</u> ; section 4912 ▶ <u>0</u> ; section 4955 ▶ <u>0</u>		
<b>b</b> Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I . . . . .		<input checked="" type="checkbox"/>
<b>c</b> Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 . . . . . ▶ <u>0</u>		
<b>d</b> Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization . . . . . ▶ <u>0</u>		
<b>e</b> All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T. . . . .		<input checked="" type="checkbox"/>
<b>41</b> List the states with which a copy of this return is filed. ▶ <u>Iowa</u>		
<b>42a</b> The organization's books are in care of ▶ <u>Mark Young</u> Telephone no. ▶ <u>816-716-8983</u> Located at ▶ <u>9011 Indiana Ave., Kansas City, Mo.</u> ZIP + 4 ▶ <u>64132-3709</u>		
<b>b</b> At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
If "Yes," enter the name of the foreign country: ▶ _____ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
<b>c</b> At any time during the calendar year, did the organization maintain an office outside of the U.S.? . . . . .		<input checked="" type="checkbox"/>
If "Yes," enter the name of the foreign country: ▶ _____		
<b>43</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the tax year . . . . . ▶ <b>43</b> <u>0</u>		
<b>44</b> Did the organization maintain any donor advised funds? If "Yes," Form 990 must be completed instead of Form 990-EZ . . . . .		<input checked="" type="checkbox"/>
<b>45</b> Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If "Yes," Form 990 must be completed instead of Form 990-EZ . . . . .		<input checked="" type="checkbox"/>

**Part VI**

**Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only.** All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46–49b and complete the tables for lines 50 and 51.

	Yes	No
<b>46</b> Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I . . . . .	<b>46</b>	<input checked="" type="checkbox"/>
<b>47</b> Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II . . . . .	<b>47</b>	<input checked="" type="checkbox"/>
<b>48</b> Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E . . . . .	<b>48</b>	<input checked="" type="checkbox"/>
<b>49a</b> Did the organization make any transfers to an exempt non-charitable related organization? . . . . .	<b>49a</b>	<input checked="" type="checkbox"/>
<b>b</b> If "Yes," was the related organization a section 527 organization? . . . . .	<b>49b</b>	

**50** Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

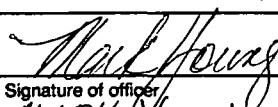

(a) Name and address of each employee paid more than \$100,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
None				

**f** Total number of other employees paid over \$100,000 . . . . . **0**

**51** Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and address of each independent contractor paid more than \$100,000	(b) Type of service	(c) Compensation
None		

**d** Total number of other independent contractors each receiving over \$100,000 . . . . . **0**

<b>Sign Here</b>	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.			
	 Signature of officer		Date <b>4-15-11</b>	
<b>Paid Preparer's Use Only</b>	 Type or print name and title		FINANCIAL DIRECTOR	
	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's identifying number (See instructions)
	Firm's name (or yours if self-employed), address, and ZIP + 4	EIN	Phone no.	

May the IRS discuss this return with the preparer shown above? See instructions . . . . . ☒ Yes ☐ No

**SCHEDULE A**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

**Public Charity Status and Public Support**

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

**2009**

**Open to Public Inspection**

Name of the organization

**Midwestern Chapter International Society of Arboriculture**

Employer identification number

**27 1378528**

**Part I Reason for Public Charity Status** (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2 ☐ A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E.)
- 3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state: \_\_\_\_\_
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8 ☐ A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9 ☒ An organization that normally receives: (1) more than 33 1/3 % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3 % of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h.
- a ☐ Type I      b ☐ Type II      c ☐ Type III—Functionally integrated      d ☐ Type III—Other
- e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box ☐
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization? \_\_\_\_\_

(ii) A family member of a person described in (i) above? \_\_\_\_\_

(iii) A 35% controlled entity of a person described in (i) or (ii) above? \_\_\_\_\_

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

h Provide the following information about the supported organization(s)

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1–9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U.S.?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
<b>Total</b>									

**Part III Support Schedule for Organizations Described in Section 509(a)(2)**  
 (Complete only if you checked the box on line 9 of Part I.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") . . . . .					<b>53484</b>	<b>53484</b>
<b>2</b> Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose . . . . .					<b>57190</b>	<b>57190</b>
<b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513 . . . . .					<b>0</b>	<b>0</b>
<b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . . .					<b>0</b>	<b>0</b>
<b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge . . . . .					<b>0</b>	<b>0</b>
<b>6 Total.</b> Add lines 1 through 5 . . . . .					<b>110674</b>	<b>110674</b>
<b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons . . . . .					<b>0</b>	<b>0</b>
<b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year . . . . .					<b>5000</b>	<b>5000</b>
<b>c</b> Add lines 7a and 7b . . . . .					<b>5000</b>	<b>5000</b>
<b>8 Public support.</b> (Subtract line 7c from line 6.) . . . . .						<b>105674</b>

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>9</b> Amounts from line 6 . . . . .					<b>110674</b>	<b>110674</b>
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . . .					<b>6097</b>	<b>6097</b>
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 . . . . .					<b>0</b>	<b>0</b>
<b>c</b> Add lines 10a and 10b . . . . .					<b>6097</b>	<b>6097</b>
<b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on . . . . .					<b>0</b>	<b>0</b>
<b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) . . . . .					<b>811</b>	<b>811</b>
<b>13 Total support.</b> (Add lines 9, 10c, 11, and 12.) . . . . .					<b>117582</b>	<b>117582</b>

**14 First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** . . . . . ☒ ►

**Section C. Computation of Public Support Percentage**

<b>15</b> Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f)) . . . . .	<b>15</b>	%
<b>16</b> Public support percentage from 2008 Schedule A, Part III, line 15 . . . . .	<b>16</b>	%

**Section D. Computation of Investment Income Percentage**

<b>17</b> Investment income percentage for 2009 (line 10c, column (f) divided by line 13, column (f)) . . . . .	<b>17</b>	%
<b>18</b> Investment income percentage from 2008 Schedule A, Part III, line 17 . . . . .	<b>18</b>	%

**19a 33 1/3 % support tests—2009.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3 %, and line 17 is not more than 33 1/3 %, check this box and **stop here**. The organization qualifies as a publicly supported organization ► ☐

**b 33 1/3 % support tests—2008.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3 %, and line 18 is not more than 33 1/3 %, check this box and **stop here**. The organization qualifies as a publicly supported organization ► ☐

**20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ► ☐

M42,4

Midwestern Chapter Int'l Society of Arboriculture

EIN 27-1378528

990-EZ

Part 1, Line 10

Dakota College	\$	750.00
S. Dakota State		750.00
Iowa State		750.00
North Dakota State		1,750.00
Kansas State		3,000.00
TREE fund		5,250.00

Students

Melanie Robins	260.00
Doug Schnelle	500.00
Zane Baugh	500.00
Brian Scott	500.00
Tom head	500.00
Chad Davis	500.00
Eric Farrens	500.00
Robert Jupina	250.00
Jacob Lair	500.00
Jason Rhea	490.00
Tim Buckles	500.00



Midwestern Chapter Int'l Society of Arboriculture

EIN 27-1378528

990-EZ

Part 1, Line 16

Board meetings and Training (includes travel, meals, rooms, etc.)	\$10,452
Awards Committee Expense (meetings & awards)	1,092
Conference Expenses (Hotel, speakers, rooms, meals, etc.)	25,811
Insurance	2,350
Scholarship & Tree fund expenses (travel, meals, rooms)	2,182
Tax paid	28
Tree Climbing Championship (Meetings, rooms, Judges expenses, etc.)	9,303
Bank charges, fees	1,256
Refund	25

Midwestern Chapter Int'l Society of Arboriculture

EIN 27-1378528

990-EZ

Part 3, Line 31

TREE Fund. [www.treefund.org](http://www.treefund.org)

The TREE Fund provides research grants, scholarships and educational programs to advance knowledge in the field of arboriculture and urban forestry.

**BYLAWS**

of

PART V  
Line 34

**MIDWESTERN CHAPTER – INTERNATIONAL SOCIETY OF  
ARBORICULTURE**

(An Iowa Nonprofit Corporation)

(Hereinafter referred to as "The Chapter")

**ARTICLE I – PURPOSE**

The Chapter is organized as a mutual benefit nonprofit corporation for the purpose of improving the practice of Arboriculture and stimulating a greater appreciation of the value of landscape trees in the Midwest states of Iowa, Kansas, Missouri, Nebraska, North Dakota, Oklahoma, and South Dakota. The Chapter shall carry out its purpose pursuant to activities allowed an organization exempt from taxation pursuant to Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE II – OFFICES**

- Section A) Principal Office: The principal office of The Chapter shall be located at any place, either within or without the State of Iowa, as designated in The Chapter's most current Biennial Report filed with the Iowa Secretary of State pursuant to Iowa Code § 504.1613. The Chapter may have such other offices, either within or without the State of Iowa, as the Board of Directors may designate or as the business of The Chapter may require from time to time.
- Section B) Registered Office: The registered office of The Chapter required by the Revised Iowa Nonprofit Corporation Act, Chapter 504 of the Iowa Code, to be maintained in the State of Iowa may be, but need not be, identical with the principal office in the State of Iowa, and the address of the registered office may be changed from time to time by the Board of Directors.

### ARTICLE III – MEMBERSHIP

Section A) Membership Categories: Membership categories shall be:

- 1) Active Member
- 2) Senior Member
- 3) Student Member
- 4) ISA Honorary and Honorary Life Member
- 5) Midwestern Chapter Honorary and Honorary Life Member

Section B) Dues and Privileges of Membership:

- 1) Active members of The Chapter shall maintain membership in the International Society of Arboriculture (hereinafter referred to as "ISA"), and shall pay annual dues to The Chapter. They shall have voting power on all matters coming before The Chapter. They shall be eligible to hold any elective or appointive office. They shall receive one free copy of all Chapter newsletters.
- 2) Senior members shall be limited to retired members who have been professional members in good standing for at least ten preceding years and in writing, indicate their desire to enter inactive service and who are senior members of ISA. They shall pay annual dues to The Chapter and have all the privileges of active members.
- 3) Student members shall be limited to students currently enrolled full-time in courses of arboriculture, or supporting and allied fields in recognized institutions at the college level or above and are student members of ISA. They have no voting privileges or right to hold office.
- 4) ISA Honorary and Honorary Life Members of ISA shall have all the privileges of active Chapter members without payment of dues. Honorary Membership is for one year. Honorary Life Membership is for life.
- 5) Midwestern Chapter Honorary and Honorary Life Members shall have all the privileges of active Chapter members without payment of dues. Chapter Honorary Membership is for one year. Chapter Honorary Life Membership is for life.

## ARTICLE IV – OFFICERS, DIRECTORS

Section A) Organization: The Chapter shall be governed by the Board of Directors (hereinafter referred to as the “Board”). The Board is the legal authority of The Chapter and shall be empowered to act for The Chapter between its annual meetings. The Board members shall be the President, President-Elect, Vice President, Financial Officer, Immediate Past President, and six (6) Board members elected at large. The President, President-Elect, Vice President, and Financial Officer shall also be known as the Chapter officers.

Section B) Election of Board Members and Chapter Officers: Board members shall be elected from the membership of The Chapter by mail ballot. The ballot shall contain the nominations approved at the annual meeting of The Chapter. The Chapter Membership shall elect a Vice-President, three (3) board members at large, and fill all vacancies each year. The Vice-Presidency is a four (4) year commitment, progression from Vice-President to President-Elect to President then Immediate Past President. The Financial Officer and Board members at large shall each be elected for a term of two (2) years. Vacancies may be filled by presidential appointment. Officer vacancies should be filled from Board members at large. The member receiving the next highest number of votes in the most recent election shall fill Board member at large vacancies.

Section C) Duties of Board members and Chapter Officers:

- 1) President: The President shall preside at and set the agenda for all meetings of The Chapter and the Board. He/she shall appoint all temporary and standing committee chairs of The Chapter except as stated herein. He/she shall convene the Board of Directors whenever necessary or at the request of any three (3) elected Board members.

A Secretary shall be appointed by the Present to see that minutes and records of The Chapter are kept. Following the Annual Meeting and each board meeting the Secretary shall transmit the minutes to the President and the Newsletter Editor. These may be edited for publication in the Newsletter.

An Executive Director shall be selected by the President and approved by the Board of Directors. The Executive Director is contracted and compensated to handle all routine business of The Chapter. The contract shall specify duties, compensation, and effective dates. Duties shall include but not be limited to handling the daily communication, financial, secretarial, membership, ISA up-dates & reports, meeting, and conference activities of The Chapter and assists the Officers, Board members, and Committee Chairs as requested. The Executive Director may be appointed as the Secretary.

- 2) President-Elect: The President-Elect shall assist the President and in the event of absence or disability of the President shall also perform those duties.
- 3) Vice-President: The Vice-President shall assist the President and in the event of absence or disability of both the President and President-Elect shall perform their duties.
- 4) Financial Officer: The Financial Officer shall be the Chair of the Finance Committee and is the Chapter Treasurer. The Financial Officer shall appoint a person, subject to the approval of the Board, to be authorized to sign at the bank or other institutions in which The Chapter funds are deposited for the purpose of dispersing funds in the event the Executive Director is unavailable. The Financial Officer shall bond these individuals at the expense of The Chapter.
- 5) Immediate Past President: The Immediate Past-President has duties assigned by the President and/or Board.
- 6) Board Members at Large: Board members at large shall represent The Chapter membership as voting members of the Board of Directors. Each Board Member at Large should assist one or more committees.

Section D) Removal of Board of Directors Members, Officers:

- 1) Removal of Officers: If an elected Chapter Officer is not acting in the best interest of The Chapter, including, but not limited to, illegal activities, failure to follow direction of the Board or failure to perform duties, that officer may be removed from office by a majority vote of all of the Board of Directors members, not just those in attendance at any particular meeting. This vote does not remove that officer from membership on the Board. The Board shall appoint a replacement for that officer from its ranks.
- 2) Removal of Board of Directors Members: Any majority vote of The Chapter membership in attendance at any duly called membership meeting is needed to remove a Board member. A mail ballot may be used at anytime in lieu of voting at a membership meeting. If a mail ballot is used, a majority agreement of those voting by mail is needed to remove a Board member. If a Board member resigns from the Board, the Board shall fill the vacant Board position following the procedure in Article III, Section B.

## ARTICLE V – STANDING COMMITTEES

Section A) Standing Committees: Standing Committees are to assist in the various member services and functions of The Chapter. The President will appoint the chair unless otherwise stated. The chair may select additional members as needed or directed. The Chapter standing committees are:

- 1) Annual Conference Committee
- 2) Certification Committee
- 3) Finance Committee

Section B) Responsibilities

- 1) Annual Conference Committee: The Annual Conference Committee is responsible for all aspects of the Annual Conference. The Annual Conference is intended to provide educational and networking opportunities for the membership as well as generate funds for the operation of The Chapter.
- 2) Certification Committee: The Certification Committee shall carry out the functions of Certification according to ISA guidelines. The chair is the Chapter Certification Liaison to ISA. Functions shall include: a) scheduling exams, b) pre-certifying training for Continuing Education Credits, C) communicate Course Codes, CEUs and dates to ISA, the newsletter, and Website, d) maintain a tree-list, e) supervising proctors & evaluators, and f) requesting vouchers.
- 3) Finance Committee: The Finance Committee shall be chaired by the Financial Officer. The Finance Committee shall prepare an annual budget and present it to the Board at the mid-year meeting. The budget shall be updated at the next Board meeting and be submitted for approval prior to the annual meeting. The Finance Committee shall review and advise the Board on Chapter investments, investment strategy and fund raising opportunities.

Section C) Audit: An audit of all financial records shall be conducted each year by a group of at least three persons by the Board. A summary of the audit findings shall be provided to the members.

## ARTICLE VI – FISCAL YEAR

The fiscal year of the Chapter shall begin on October 1<sup>st</sup> and end on September 30<sup>th</sup>.

## **ARTICLE VII – MEETINGS, CONDUCT & AMENDMENTS**

- Section A) Annual Meeting: There shall be an Annual Meeting of the members of The Chapter at such time and place as designated by the Board.
- Section B) Conduct and Quorums: The conduct of The Chapter meetings shall be accord with “Robert’s Rules of Order.” Twenty-five (25) members shall constitute a quorum at the Annual Meeting of The Chapter. Six (6) voting members shall constitute a quorum at the Board meetings.
- Section C) Amendments to Bylaws: These Bylaws may be amended at the Annual Meeting of The Chapter by a two-thirds vote of the members present and voting provided that the amendment shall have the prior approval of the Board. A mail ballot may be used at anytime in lieu of voting at the Annual Meeting. A two-third vote of agreement by all those voting is needed to pass amendments by mail ballot.

## **ARTICLE VIII – INCORPORATION AND DISSOLUTION**

- Section A) The Chapter shall be legally incorporated in Iowa as a Nonprofit Corporation.
- Section B) The Chapter is organized as a mutual benefit nonprofit corporation for the purpose of improving the practice of Arboriculture and stimulating a greater appreciation of the value of landscape trees in the Midwest states of Arkansas, Iowa, Kansas, Minnesota, Missouri, Nebraska, North Dakota, Oklahoma, and South Dakota. The Chapter shall carry out its purpose pursuant to activities allowed an organization exempt from taxation pursuant to Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- Section C) Upon the dissolution of the Chapter, assets shall be distributed for one ore more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction in the county in which the principal office of the Chapter is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized or operated exclusively for such purposes.



## **ARTICLE IX – POLICIES AND PROCEDURES**

Section A) Policy and Procedure Limitations: There shall be adopted such Policies and Procedures as are deemed necessary to the development of The Chapter. They shall not be at variance with the Bylaws but shall be subordinate to it. Changes to the Policies and Procedures may be made at any Board meeting by a majority vote when a quorum is present.

The foregoing Bylaws of Midwestern Chapter – International Society of Arboriculture were adopted on the \_\_\_\_\_ day of \_\_\_\_\_, 2010.

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**Chip Murrow, President**  
**Midwestern Chapter – International**  
**Society of Arboriculture**