



CONSTITUTION  
AND  
BY-LAWS  
OF THE  
ARGOS CHAPTER  
INDIANA DIVISION  
IZAAK WALTON LEAGUE OF AMERICA

First Chartered : as Argos Chapter (68) Izaak Walton League of America,  
at Argos, Indiana, in 1926.

Acquired lands : Deed dated June 18, 1929.  
Deed dated March 27, 1934.

Incorporated as an Indiana Not-for-Profit Corporation August 7, 1961.

Rechartered : as Argos Chapter Izaak Walton League of America  
at Argos, Indiana, October 30, 1983.

ARTICLE I NAME

A. This organization is chartered by the Izaak Walton League of America as Argos Chapter Izaak Walton League of America and shall amend its Articles of Incorporation as a Not-for-Profit corporation under Indiana Code to be Argos Chapter, Izaak Walton League of America, Inc. which may be abbreviated as Argos Chapter, IWLA, Inc.

B. Reference: This organization, originally chartered in 1926 by the Izaak Walton League of America as Argos Chapter (68) Izaak Walton

## ARTICLE I NAME (cont)

League of America was rechartered October 30, 1983 as Argos Chapter Izaak Walton League of America. This organization was first incorporated August 7, 1961 as Argos Izaak Walton League, Inc. Argos Chapter, IWLA may be known in this document as Argos Chapter but when written elsewhere shall use its full name or abbreviated name including Izaak Walton League of America or IWLA.

## ARTICLE II OBJECTS AND PURPOSES

- A. The Argos Chapter, IWLA is organized exclusively for scientific and educational purposes as a Not-for-Profit corporation and;
- B. To defend, conserve, protect, maintain, restore and sustain air, water, soil, woods, natural resources and habitat, wild (native: animal and plant) life, especially, but not exclusively, animal and plant endangered species of Indiana and of the United States of America.
- C. To serve as a role model by demonstrating and promoting the principles of sustainable stewardship by defending natural and environmental resources directly and with the general public through the various media and educational facilities.

## ARTICLE III POWERS

- A. The powers of the Argos Chapter shall be to perform such acts, as necessary and proper, to carry out the objects and purposes of this Chapter consistent with the objects and purposes of the IWLA and the Indiana Division, IWLA, both sometimes known as the League.
- B. To acquire, own, lease, manage or otherwise directly and indirectly administer lands, waters and other natural resources for demonstrating and promoting League objectives and purposes and the principles of sustainable stewardship of natural resources.
- C. To own, lease, dedicate and administer real and personal property in conjunction with other subdivisions of the IWLA, with units of government

### ARTICLE III POWERS (cont)

or with other organizations which have similar objectives for the purpose of demonstrating sustainable stewardship of natural resources, upon approval of the Indiana Division Executive Board and the national IWLA Executive Board.

D. To provide programs which will best implement the objectives and purposes of this Argos Chapter IWLA, the Indiana Division IWLA and the Izaak Walton League of America.

### ARTICLE IV COORDINATION

A. This Argos Chapter is a subdivision of the Indiana Division, IWLA and of the Izaak Walton League of America. This Constitution of the Argos Chapter and its By-Laws shall at all times, in principle and purpose, be in strict accordance with the Constitution and By-Laws of the Indiana Division, IWLA and of the Izaak Walton League of America. In the event of inconsistencies, the Constitution and By-Laws of the Indiana Division, IWLA shall control in accordance with the Constitution and By-Laws of the Izaak Walton League of America as against those of the Argos Chapter.

B. The Argos Chapter shall comply with requirements to qualify for tax exemption under IRS 501 (c) (3), if available, and for tax exemptions under the Indiana Department of Revenue by Not-for-Profit incorporation with the Secretary of State. These qualifications shall be verified by the Argos Chapter secretary at the end of this Chapter Constitution.

C. This Constitution, as amended, is effective upon approvals by Argos Chapter members, by the Indiana Division Executive Board and by the national IWLA Executive Board.

### ARTICLE V EMBLEM, BUTTON, SLOGAN AND PLEDGE

A. EMBLEM: The emblem of the IWLA shall be the bust of Izaak Walton.

B. BUTTON: The button/symbol of the IWLA shall portray the bust/emblem of Izaak Walton encircled by the name, THE IZAAK WALTON LEAGUE OF AMERICA. The button/symbol is to be included on all pins, printed publications,

ARTICLE V EMBLEM, BUTTON, SLOGAN AND PLEDGE (cont)

mastheads of stationary, invoices, dues notices, membership cards, pamphlets, and intercommunications emanating from National, Division and Chapter IWLA offices.

C. LOGO: ARGOS CHAPTER and THE IZAAK WALTON, as two lines above and LEAGUE OF AMERICA and MEMBER, as two lines under the Environmental Logograph shall be appropriately used on Chapter stationary, decal, flag and banner.

D. SLOGAN: The slogan of the IWLA shall be, "Defenders of Air, Water, Soil, Woods and Wildlife". The Emblem shall be displayed to the left and the Logo to the right of the slogan.

E. PLEDGE: To acknowledge the objects and purposes of the Argos Chapter of the Izaak Walton League of America, new members upon joining the Chapter and all members at each League meeting will repeat the pledge. The pledge will be displayed in the Chapter house and at any scheduled meeting place of IWLA members.

The Chapter Member's Pledge of the  
Izaak Walton League of America.

“TO STRIVE FOR:  
THE CLARITY OF AIR,  
THE PUIITY OF WATER AND  
THE SUSTAINABLE STEWARDSHIP OF  
THE LAND AND ITS RESOURCES;  
TO KNOW THE BEAUTY AND  
UNDERSTANDING OF NATURE AND  
THE VALUE OF WOODLANDS,  
WILDLIFE AND OPEN SPACE;  
TO SUSTAIN THIS HERITAGE FOR  
OURSELVES AND OUR POSTERITY:

I PLEDGE MYSELF AS A MEMBER OF  
THE IZAAK WALTON LEAGUE OF AMERICA  
AND OF THE ARGOS CHAPTER.”

## ARTICLE VI MEMBERSHIP

- A. ACTIVE: Each active Chapter Membership includes Membership in the Indiana Division and IWLA under the Constitutions of the IWLA and its Indiana Division as described in the Argos Chapter By-Laws.
- B. CHAPTER CHARTER REVOCATION: Revocation or suspension of the Chapter charter is subject to Indiana Division BY-LAWS, Article 16-Severence or Suspension and to the NATIONAL BYLAWS OF THE IWLA, Article XVI REVOCATION.
- C. MEMBER SUSPENSION: Members may be suspended or expelled only upon proper showing of cause in accordance with the NATIONAL BYLAWS of the IWLA, ARTICLE XVI REVOCATION which states that any member who has been suspended or expelled shall have the right to appeal to the state division governing board.

## ARTICLE VII OFFICERS AND DIRECTORS

- A. OFFICERS: There shall be a President, a Vice-President, a Secretary, a Treasurer, a Membership Dues Recipient, a Chapter/Division Director and Resident Agent/Historian. All officers shall be elected for a term of one year at the Annual Membership Meeting held in accordance with the Chapter By-Laws.
- B. DIRECTORS: There shall be three Directors for up to 100 chapter members and three additional Directors for each additional 100 chapter members or fraction thereof. All Directors shall be elected for a term of one year at the Annual Membership Meeting held in accordance with the Chapter By-Laws.
- C. DUTIES: The duties of the Officers and of the Directors shall be as described in the Chapter By-Laws.

## ARTICLE VIII MEETINGS

- A. ANNUAL MEETING: The Argos Chapter shall hold its Annual Membership Meeting not later than December 31 of each year, which shall include the election of Officers and Directors for a nominal one year term until replaced by the installation of the respective duly elected and installed Officers and Directors.

## ARTICLE VIII MEETINGS (cont)

B. INSTALLATION: All Officers and Directors, elected or reelected at the Annual Membership Meeting, shall be installed prior to assuming each term of office, no later than the December meeting of the Board of Directors. Terms of office may begin immediately following installation or at the next meeting following installation if so moved and approved by the retiring Board prior to the installation.

C. MEMBERSHIP QUORUM: The quorum number required for a Membership Meeting shall be at least 10 percent of the total number of members in good standing as of December 31 of the prior year plus a majority of the total number of Officers and authorized Directors of the Board of Directors. In any case that the Argos Chapter membership, in good standing, is less than ten members, then the Chapter shall alert the Indiana Division of its membership status.

D. BOARD OF DIRECTORS QUORUM: The quorum required for a meeting of the Board of Directors shall be at least a majority of the total number of Officers and authorized Directors of the Board of Directors. Before adjourning a board of Directors meeting, all vacancies unexcused twice by the Board shall be filled from Chapter Members present, by a majority vote of the Board quorum present.

E. BOARD MEETINGS: Board of Directors Meetings shall be held each month, except only in case of a weather emergency or natural disaster when, at his discretion, the president may delay or cancel meetings for not more than two months.

## ARTICLE IX MANAGEMENT

A. General: The management of the Argos Chapter shall be vested in the Board of Directors. The Board Shall Consist of the Officers and Directors of the Chapter, who must have prior year membership and continue in the current year to be members in good standing of the Argos Chapter, of the Indiana Division and of the national Izaak Walton League of America.

B. BUDGET: An Annual Budget shall be adopted by a majority approval of the membership quorum present at the annual membership meeting. The Board of Directors shall be authorized to transfer budget funds required for budgeted

## ARTICLE IX MANAGEMENT (cont)

purposes only up to the total amount authorized by the membership in the Annual Budget. The total Annual Budget may be exceeded only by a 2/3 majority vote of the membership meeting quorum present who may not exceed funds available except for an emergency.

C. INSURANCE: The Board of Directors shall maintain adequate current Property and Liability Insurance in the name of the Argos Chapter.

D. REPORTS: The Board of Directors shall direct timely filing of the annual report of the Argos Chapter Not-for-Profit incorporation with the Indiana Secretary of State and filing of tax reports or exemptions with the federal IRS, the Indiana Department of Revenue and local taxing officials.

## ARTICLE X LITIGATION

The Argos Chapter shall not voluntarily become a party to nor intervene in nor become associated in any litigation of any kind whatsoever unless it relates to the powers, objects and purposes of the Izaak Walton League of America, the Indiana Division and the Argos Chapter and permission is granted by the Indiana Division Executive Board and the national IWLA Executive Board.

## ARTICLE XI DISSOLUTION

A. In the event that the Argos Chapter, IWLA becomes inactive or ceases to operate and function as a Chapter of the Izaak Walton League of America or its Charter has been revoked, all assets of the Argos Chapter shall be applied and distributed as follows:

1. All liabilities and obligations of the Argos Chapter shall be paid and satisfactorily discharged.

2. All assets held by the Argos Chapter upon conditions requiring return, transfer or reversion as a condition of dissolution shall be returned, transferred or reverted in accordance with such requirements.

3. No part of the assets of the Argos Chapter shall inure to the benefit of any Member, Officer or Director of this Chapter.

ARTICLE XI DISSOLUTION (cont)

4. The remaining assets shall be transferred and conveyed to the Indiana Division of the Izaak Walton League of America Inc., if such Division is in existence at the time, or if such Indiana Division does not exist, then the remaining assets shall be transferred and conveyed by the Chapter Treasurer to the Izaak Walton League of America for use in furthering the objects and purposes of the transferee.

ARTICLE XII ADOPTION OF CONSTITUTION AND BY-LAWS OR AMENDMENTS

A. CONSTITUTION: This revised Constitution may be adopted or amended by submission to the members at a regular Membership Meeting or at a subsequent Special Membership Meeting called for that purpose. A copy of proposed revised Constitution or Amendments approved by the Constitution/Bylaws Committee with a notice of the Meeting is to be mailed to each member at least 30 days before the regular Membership Meeting or Special Membership Meeting at which the proposed Constitution/Amendments are to be voted. The revised Constitution or Amendments to be voted must be in final form as mailed. Additional amendments require 30 days notice to each member prior to the final vote on any final amendment at the subsequent Membership Meeting. A 2/3 majority vote of the membership meeting quorum present is required for adoption of this revised Constitution or Amendments.

B. BY-LAWS: adoption of By-Laws and amendments to By-Laws require the same notifications of members as required for adoption of the revised Constitution or Amendments. A 2/3 majority vote of the membership quorum present is required for adoption of By-Laws and amendments of By-Laws at a properly called and notified membership meeting.

ARTICLE XIII APPROVALS OF CONSTITUTION AND BY-LAWS

APPROVAL BY INDIANA DIVISION AND IZAAK WALTON LEAGUE OF AMERICA:

Argos Chapter Constitution and By-Laws and amendments after adoption of each/both by Argos Chapter members shall be effective after approval of each/both by the Executive Board of the Indiana Division followed by approval of each/both by the Executive Board of the Izaak Walton League of America.



Adopted by the Argos Chapter: \_\_\_\_\_  
Izaak Walton League of America Secretary, Argos Chapter, IWLA Date

Approved by the Executive Board: \_\_\_\_\_  
Indiana Division, IWLA Secretary, Exec. Bd., IN Div. Date

Approved by the Executive Board: \_\_\_\_\_  
Izaak Walton League of America Secretary, Executive Board, IWLA Date

Verification of Not-for-Profit  
Incorporation in Indiana: \_\_\_\_\_  
Secretary, Argos Chapter IWLA Date

Verification of Not-for-Profit  
Tax Exempt. Ind. Dept. of Rev.: \_\_\_\_\_  
Secretary, Argos Chapter, IWLA Date

Verification of Approval for  
Federal IRS 501 (c) (3) \_\_\_\_\_  
Date Secretary, Argos Chapter, IWLA Date