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Bylaws of the International Association for Identification

A Delaware Non-Profit Corporation

as amended through August 21, 2025

Article I
Offices

Section 1.01 Principal Executive Office.

The principal executive office for the transaction of the activities and affairs of the International Association for Identification (the "IAI") is to be located at a location designated by the Board of Directors. The Chief Operations Officer of the IAI shall be responsible for the administration and supervision of the operation of the principal executive office.

Article II
Membership

Section 2.01 Active Membership.

The active member of the IAI is a person actively engaged as an examiner, analyst, practitioner, researcher, educator or supervisor in the forensic sciences, whose membership application has been approved and whose annual membership dues have been paid as required by the IAI. An Active Member shall not lose their status because of retirement or change of position, so long as they remain members of the IAI. An Active Member may hold office. An Active Member shall be entitled to one (1) vote with respect to each matter presented to the membership of the IAI for a vote. The annual dues for an Active Member shall be as set forth in the Operations Manual.

Section 2.02 Life Active Membership.

All Active Members who have paid their annual membership dues and assessments for the past consecutive twenty-five (25) years and all Past Presidents shall be automatically designated as Life Active Members. Life Active Members shall be exempt from the payment of annual dues and assessments. Life Active Members shall be entitled to all the privileges of an Active Member to include voting rights.

Section 2.03 Sustaining Active Membership.

Any Active Member in good standing who pays a one-time, non-refundable sum of money equal to ten (10) times the current annual dues for an Active Member, shall be designated as a Sustaining Active Member. Sustaining Active Members shall be exempt from the payment of all further dues and assessments and shall be entitled to all the privileges of an Active Member to include voting rights.

Section 2.04 Associate Membership.

An Associate Member of the IAI is a person, fully or partially engaged in any of the various aspects of the forensic sciences, who is not qualified for Active Membership, whose membership application has been approved and whose annual membership dues

have been paid as required by the IAI. An Associate Member shall, in all respects, be subject to the same rules, fees and charges and entitled to the same rights and privileges as an Active Member, except that they shall not be entitled to election to the Offices of Vice President or President. The annual dues for an Associate Member shall be as set forth in the Operations Manual.

Section 2.05 Life Associate Membership.

An Associate Member who has paid their annual membership dues and assessments for the past consecutive twenty-five (25) years shall be automatically designated as a Life Associate Members A Life Associate Member shall be exempt from the payment of annual dues and assessments. A Life Associate Member shall be entitled to all the privileges of an Associate Member to include voting rights.

Section 2.06 Sustaining Associate Membership.

An Associate Member in good standing who pays a one-time, non-refundable sum of money equal to ten (10) times the current annual dues for an Associate Member, shall be designated as a Sustaining Associate Member. A Sustaining Associate Member shall be exempt from the payment of all further dues and assessments and shall be entitled to all the privileges of an Associate Member to include voting rights.

Section 2.07 Honorary Membership.

Honorary Membership shall consist of a person who has performed some particular service for the IAI deserving of recognition, or who has made a contribution to the forensic science community in furtherance of forensic science. Such person or persons, upon motion of any member, may be designated as an Honorary Member. An Honorary Member shall be excused from the payment of dues and assessments for the entire period of their Honorary Membership. Unless the Honorary Member is eligible to vote or hold office under another membership status, an Honorary Member shall not be eligible to vote or hold office.

Section 2.08 Distinguished Membership.

Distinguished Membership may be conferred on a member by a decision of the IAI's Board of Directors. Distinguished Membership is given in recognition of the member's superior efforts in the furtherance of the aims and purposes of the IAI. A Distinguished Member retains all the rights, privileges, and obligations of the class of membership they held prior to being designated as a Distinguished Member. The qualifications and procedure for application for Distinguished Membership are set forth in the Operations Manual of the IAI.

Section 2.09 Student Membership.

Student Membership shall consist of a person who is a full-time college student at an accredited college with a major in a law enforcement and/or forensic science related field. A student member shall not be eligible to vote or hold office.

Section 2.10 Termination of Membership.

A member may be terminated from membership (1) for nonpayment of dues or (2) for a violation described in Article XIV, or (3) for any other reason by the Board of Directors if the member is given reasonable notice regarding such termination and an opportunity to provide information in writing or in person to the Board of Directors with respect to such termination before it is made effective.

Article III
Educational Conferences and Membership Meetings

Section 3.01 Place of Educational Conferences.

The place of the Annual IAI International Educational Conference (the "Annual Conference") and any other special educational conferences or seminars called by the President or the membership, shall be held during the consecutive dates and at a location within or without the State of Delaware, to include any location anywhere in the world, as shall be approved by the Board of Directors. The dates and place of any educational conference or seminar shall be included in any required notice of the educational conference or seminar.

Section 3.02 Notice of Educational Conference.

The dates and place of all IAI educational conferences and seminars shall be disseminated electronically and published in official IAI publications at least ninety (90) days prior to each conference or seminar.

Section 3.03 Opening Ceremonies and Educational Programs
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The Opening Ceremonies and educational programs of all IAI educational conferences and seminars shall conform to the provisions of the Operations Manual.

Section 3.04 Annual General Membership Meeting.

The Annual Membership Meeting of the IAI shall be held during the week and at the location of the Annual IAI International Educational Conference except when a Substitute Annual Meeting is approved by the Board of Directors. The purpose of the Membership Meeting shall be to elect officers of the IAI and members of the Board of Directors and to transact such other business as may be properly brought before the Annual Membership Meeting. The membership meeting shall only be open to voting members. The President shall be the presiding officer and the Chief Operations Officer shall be the recording secretary. Notice stating the time and date of the Annual Membership Meeting shall be delivered not less than ten (10) or more than sixty (60) days before the date thereof, by postal or by e-mail at the member's last known mailing and/or e-mail address on file at the IAI's principal executive office.

Section 3.05 Substitute Annual General Membership Meeting.

If the Annual Membership Meeting of the IAI cannot be held on the day designated in Article III, Section 3.04 above, a Substitute Annual Membership Meeting shall be designated by the Board of Directors in accordance with the provisions of Article III,

Sections 3.06 and 3.07 below. A meeting so called shall be designated and treated for all such purposes as the Annual Membership Meeting.

Section 3.06 Special Meetings.

Special Membership Meetings may be called at any time by the Board of Directors in accordance with the notice requirements in Article III, Section 3.07.

Section 3.07 Notice of Special Meetings.

Written or printed notice stating the time, date(s), and location of Substitute Annual Membership Meetings, and all Special Membership Meetings shall be delivered not less than thirty (30) days before the date thereof, either personally or by mail, by or at the direction of the Board of Directors, the President or the Chief Operations Officer, to each voting member of record. If mailed, such notice shall be deemed to be delivered when deposited, postage prepaid, in the United States Mail addressed to all voting members at their last known mailing address as it appears on the record of members of the IAI. However, any notice of a Special Meeting shall be deemed delivered if printed in any official publication of the IAI deposited, postage prepaid in the United States mail addressed to all members in good standing at their last known mailing address as it appears on the record of members of the IAI, at least thirty (30) days prior to the date of such Meeting. The notice of any Special Membership Meeting shall specifically state the purpose(s) for which the Meeting is called.

Section 3.08 Quorum.

At a Membership Meeting, a quorum shall consist of 101 voting members. If there is no quorum at the opening of a Membership Meeting, such meeting shall be immediately adjourned without further notice until a quorum is present. At any reconvening of an adjourned meeting at which a quorum is present, any business may be transacted which might have been transacted at the original meeting. After a quorum has been established at a meeting, the subsequent withdrawal of voting members so as to reduce the number of voting members below the number required for a quorum shall not affect the validity of any action taken at the meeting or any reconvening of an adjourned meeting thereof.

Section 3.09 Vote by Membership.

The date of the membership meeting is the date to be used as the record date for determining the members entitled to vote at a members' meeting. The Association shall prepare an alphabetical list of the names of all its members who are entitled to notice of the membership meeting. The vote of a simple majority of the voting members at a Membership Meeting shall constitute the final decision of the IAI membership. Each voting member at the meeting shall have one vote and no proxy votes are permitted.

Section 3.10 Parliamentary Rules.

All IAI membership meetings shall be governed by the most current edition of Robert's Rules of Order, unless waived by a majority of the voting members in attendance at the meeting.

Section 3.11 Financial Report From Annual IAI International Educational Conference.

The Chief Operations Officer of the IAI shall publish as an attachment to the annual financial statement a brief financial report that summarizes all the income, expenses, and profit or loss from the Annual Conference. On this financial report, the total expenses shall be subtracted from the total income to determine the profit or loss. Once this brief financial report is approved, any profit listed in this report shall be distributed by the Chief Operations Officer in conformance with the provisions of the Operations Manual of the IAI.

Article IV
Authority, Powers, And Duties Of The Board Of Directors

Section 4.01 General Powers as Policy Making Body.

All corporate powers and the affairs of the IAI shall be exercised by, under the authority of, and managed under the direction of a Board of Directors.

Section 4.02 Approval of Seminars and Meetings.

The Board of Directors shall have the final approval on the location, dates and programs for all seminars, educational conferences and meetings to include the Annual Membership Meeting. The Chief Operating Officer approves the location and dates for committee and subcommittee meetings.

Section 4.03 Approval of Membership Applications.

Membership applications disapproved by the Chief Operating Officer may be appealed directly to the Board of Directors, with the decision of the Board of Directors being the final decision of the IAI.

Section 4.04 Divisions.

The Board of Directors shall have the power to approve or disapprove any requests for the formation, suspension, or termination of a charter of a Division of the IAI.

Section 4.05 Approval of Expenditures.

Expenditures of the IAI shall normally be approved by the Board of Directors in the form of an annual budget at the annual meeting of the Board of Directors. It shall be the duty of the Chief Operations Officer in consultation with the First Vice President to prepare the annual budget proposal prior to the annual meeting of the Board of Directors.

Section 4.06 Approval of Substitute Annual Membership Meeting.

When necessary, the Board of Directors is authorized to designate a Substitute Annual Membership Meeting in conformance with the Operations Manual.

Section 4.07 Awards.

The Board of Directors shall review all nominations for awards as provided for in the Operations Manual.

Section 4.08 Approval of Distinguished Membership Status.

The Board of Directors is authorized to confer the title of Distinguished Member in conformance with the provisions of Article II, Section 2.08 of these Bylaws.

Article V
Election and/or Appointment of the Board of Directors

Section 5.01 Number, Voting Rights, Term, and Qualifications.

There shall be a Board of Directors consisting of fourteen (14) members and a Chairperson, for a total of fifteen (15) members. Thirteen (13) of the fourteen (14) members shall be elected at large at the Annual Membership Meeting. The fourteenth member shall be the newly elected President. The immediate Past President shall serve as the Chairperson and fifteenth member of the Board of Directors. The Chairperson shall appoint a designee from either the Board of Directors or a Past President to chair the meeting when the Chairperson is unable to attend a meeting of the Board of Directors. If the Chairperson does not select a replacement for any reason, the selection shall be made by the President. The Chief Operations Officer of the IAI shall serve as the official Recording Secretary for the Board of Directors. If the Chief Operations Officer is unable to attend a meeting of the Board of Directors, the Board of Directors may appoint any member of the Board of Directors to serve as the Recording Secretary. Only the fifteen (15) members of the Board of Directors, shall be entitled to vote on business properly brought before the Board of Directors. The term of office for the fifteen (15) members of the Board of Directors shall begin from the day after the annual elections and end the day after the next annual election at which their respective replacements are elected or otherwise assume office or until a successor is elected. This wording shall be interpreted to recognize the staggered two-year term of office for the thirteen (13) elected members of the Board of Directors. All members of the Board of Directors and the Board of Directors' Recording Secretary shall be voting members of the IAI unless provided otherwise in these Bylaws. As used in the Constitution and these Bylaws, the term "member(s) of the Board of Directors" is used interchangeably with the term "director" to refer to any person who is either elected or appointed to serve in any capacity on the Board of Directors and is entitled to vote at Board of Directors meetings. A director may not serve on a certification board or the Forensic Certification Management Board, or as Chairperson of the Science and Practices Committee. As used in the Constitution and these Bylaws, the term "Recording Secretary of the Board of Directors" is used interchangeably with the term "Secretary of the Board of Directors." Also, the Chairperson of the Board of Directors may sometimes be referred to as a "member of the Board of Directors."

Section 5.02 Election.

The thirteen (13) at large elected members of the Board of Directors shall be elected to staggered two-year terms of office by the voting members at the Annual Membership Meeting in conformance with the provisions of the Operations Manual.

Section 5.03 Vacancies.

A vacancy occurring on the Board of Directors shall be filled by the President. The newly appointed member of the Board of Directors shall hold office for the remainder of the term of the office to which the member was appointed, or until a successor is elected or appointed.

Section 5.04 Removal and Resignation.

A member of the Board of Directors may be removed for cause by a majority vote of all of the members of the Board of Directors. A member of the Board of Directors may resign at any time by giving written notice to the Board of Directors. The resignation shall take effect as of the date the notice is received if no effective date is stated in the notice.

Article VI
Meetings of the Board of Directors

Section 6.01 Regular Meetings.

An annual regular meeting of the Board of Directors shall be held starting approximately one (1) week before, and at the same place as the Annual Membership Meeting, to transact such business as comes before the meeting. In addition, the Board of Directors may provide, by resolution, the time and place for the holding of additional regular meetings. Regular meetings of the Board of Directors may be held at any place within or outside the State of Delaware that has been designated from time to time by resolution of the Board of Directors. In the absence of such designation, regular meetings shall be held at the principal executive office of the IAI. Notwithstanding the provisions of this Section 6.01, a regular or special meeting of the Board of Directors may be held at any place consented to orally or in writing by all members of the Board of Directors, either before or after the meeting. If consents are given, they shall be filed with the minutes of the meeting.

Section 6.02 Special Meetings.

Special Meetings of the Board of Directors may be called at the discretion of the Chairperson of the Board of Directors. Such special meetings of the Board of Directors shall be held at the principal executive office or at such other reasonable place, either within or outside the State of Delaware, as shall be stated in the notice of the special meeting. Further, special meetings may be held via the use of conference-telephone, or other communications equipment by means of which all persons participating in the meeting can communicate with each other.

Section 6.03 Adjournment.

A majority of the members of the Board of Directors present, whether or not a quorum is present, may adjourn any Board of Directors meeting. If the Board of Directors meeting is adjourned to another time and/or place, notice of the time and place of holding a reconvening of an adjourned Board of Directors meeting need not be given unless the original Board of Directors meeting is adjourned for more than 24 hours or such Board of Directors meeting was adjourned for lack of a quorum. If the original Board of Directors meeting is adjourned for more than 24 hours and/or due to lack of a quorum, notice of reconvening of such adjourned Board of Directors meeting to another time and/or place shall be given, before the time of reconvening of the adjourned Board of Directors meeting, to the members of the Board of Directors.

Section 6.04 Notice of Board of Directors Meetings.

(a.) Notice to All IAI Members. The date, time and location of a Board of Directors meeting shall be published in any publication normally distributed to all the members of the IAI. However, regular and special meetings of the Board of Directors may be held without such notice.

(b.) Notice of Regular Board of Directors Meeting to Board of Directors Members. The Chairperson or Recording Secretary of the Board of Directors shall, at least two (2) days before a regular meeting of the Board of Directors, give notice thereof by any usual means of communication to all members of the Board of Directors eligible to vote at the Board of Directors meeting. Such notice shall specify the time, place and purpose for which the meeting is called.

(c.) Notice of Special Board of Directors Meeting to Board of Directors Members. The Board Chairperson or Recording Secretary shall, at least two (2) days before a special meeting of the Board of Directors, give notice thereof by any usual means of communication to all members of the Board of Directors eligible to vote at the special meeting of the Board of Directors. Such notice shall specify the time, place and purpose for which the special meeting of the Board of Directors is called.

Section 6.05 Waiver of Notice.

(a.) Express Waiver. Any member of the Board of Directors may waive said member's notice of any Board of Directors meeting held without proper call or notice, either before or after the meeting is held.

(b.) Implied Waiver by Attendance. Attendance by a member of the Board of Directors at a meeting of the Board of Directors shall constitute a waiver of notice of such meeting, except where a member of the Board of Directors attends the meeting of the Board of Directors for the purpose of objecting to the transaction of any business because the meeting is not lawfully called.

(c.) Implied Waiver by Silence. Failure of a member of the Board of Directors who did not attend a meeting held without proper call or notice to file with the Recording Secretary or Chairperson of the Board of Directors a written objection to the holding of the meeting of the Board of Directors or to any specific action so taken promptly after having knowledge of the action taken and of the insufficiency of notice shall constitute ratification of the action taken at the meeting of the Board of Directors.

Section 6.06 Attendance at Board of Directors Meetings.

Meetings of the Board of Directors will be closed to the general public and the membership of the IAI. Meetings will be open to all members of the Board of Directors, the Board of Directors Recording Secretary, the General Counsel, all past Presidents and current Officers, and anyone given permission to attend by the Board of Directors present during the meeting. Any person lawfully present at a Board of Directors meeting may be heard. Only the members of the Board of Directors may vote at the Board of Directors meeting.

Section 6.07 Quorum.

Except as otherwise provided in these Bylaws, a minimum of eight (8) Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.

Section 6.08 Manner of Acting.

An act of the majority of the members of the Board of Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

Section 6.09 Parliamentary Rules.

All meetings of the Board of Directors shall be governed by the most current edition of Robert's Rules Of Order, unless otherwise waived.

Section 6.10 Action Without a Meeting and Meetings by Means of Remote Communication

(a.) Action Without a Meeting. Action taken by a majority of the members of the Board of Directors or of any committee without a meeting is nevertheless an action of the Board of Directors or such committee if all members of the Board or committee, as the case may be, consent thereto in writing, or by electronic transmission and the writing or writings or electronic transmission or transmissions are filed with the minutes of the proceedings of the Board of Directors or committee, whether done before or after the action so taken.

(1.) For the purposes of these Bylaws, “electronic transmission” means any form of communication, not directly involving the physical transmission of paper, that creates a record that may be retained, retrieved and reviewed by the recipient thereof, and that may be directly reported in paper form by such recipient through an automated process.

(2.) For the purposes of these Bylaws, “Sign” includes executing an electronic signature.

(b.) Meetings by Means of Remote Communication. Any one (1) or more members of the Board of Directors, or any committee designated by the Board of Directors, may participate in a meeting of such Board or committee by means of conference telephone or any other form of communications equipment by means of which all participating directors or committee members communicate with each other, and participation in a meeting pursuant to this subsection shall constitute presence in person at the meeting.

Section 6.11 Compensation and Reimbursement of Expenses.

Members of the Board of Directors shall serve without compensation, but may receive such reimbursement of expenses as the Board of Directors determines by

resolution to be just and reasonable. The standard rate for the reimbursement of expenses related to official travel by personal automobile, that is approved by the Board of Directors, shall be the current United States General Services Administration (GSA) mileage reimbursement rate.

Section 6.12 Executive Session.

The Chairperson of the Board of Directors has the authority to declare that all or part of a Board of Directors Meeting is to be conducted as an executive session. Only Members of the Board of Directors and the General Counsel shall attend the executive session. The Chairperson may decide to allow others to be in attendance during an executive session.

Article VII
Officers

Section 7.01 Limitation on Holding Multiple Offices.

No member of the IAI may serve in more than one elected or appointed officer position at the same time.

Section 7.02 Elected Officers, Membership Qualifications and Term.

The following officers shall be elected for a one (1) year term of office at the Annual Membership Meeting by the voting members of the IAI from a list of candidates eligible for each respective position submitted to the membership by the Nominating Committee, which is subject to additional nominations from the floor at the Annual Membership Meeting: President, First Vice President, Second Vice President, Third Vice President, and Fourth Vice President. Only Active, Life Active, and Sustaining Active members may hold the offices of President or any of the Vice Presidents. All other elected officers shall be voting members unless provided otherwise in these Bylaws. The term of office for the elected officers shall begin at midnight local time after the close of the Annual Conference and end at midnight local time at the close of the next Annual Conference, or until a successor is elected or appointed.

Section 7.03 Appointed Officer.

The Chief Operations Officer, International Representative, Sergeant-at-Arms, and Division Representative shall be appointed by the Board of Directors. The appointed Officers serve at the pleasure of the Board of Directors.

Section 7.04 Removal and Resignation.

Any officer may be removed for cause by a majority vote of all of the members of the Board of Directors. Any officer may resign at any time by giving written notice to the Board of Directors. The resignation shall take effect as of the date the notice is received if no effective date is stated in the notice.

Section 7.05 Vacancies in Office.

A vacancy in any office for any reason shall be filled by the President. An officer so appointed shall serve for the remainder of the unexpired term of the office to which the individual is appointed or until a successor is elected or appointed.

Section 7.06 President.

The President shall be the principal officer of the IAI responsible for supervision and control of the governance of the IAI and as described in the Operations Manual. The President shall preside at all membership meetings of the IAI and preserve order and decorum. The President shall represent the IAI at all functions requiring official IAI representation, unless the President appoints another member to so represent the IAI. Such appointees serve at the discretion of the President.

(a.) Appointments to be Made. The President, unless provided otherwise in these Bylaws, shall appoint and fill vacancies for all committee chairpersons, all committee members, and all IAI Representatives to other organizations in compliance with the IAI's Operations Manual. Appointees serve at the discretion of the IAI President.

(b.) Ex-officio Member. The President shall be an ex-officio member of all Committees, and all Sub-committees, except as otherwise provided in these Bylaws.

(c.) Committee Chairperson. The President shall serve as the Chairperson of the Long Range Planning and Continuity of Office Committee in conformance with the provisions of the Operations Manual.

(d.) Presiding Officer. The President shall serve as the Presiding Officer at the Annual General Membership Meeting.

(e.) Limit on Term of Office. The President shall not succeed himself or herself in office except when serving the unexpired term of office of his or her predecessor.

(f.) Acting as Petitioner. The President may act as the Petitioner in alleged violations regarding ethics, professional conduct and/or technical error(s). If the President is named or involved in the Petition, the First Vice President shall act in place of the President.

(g.) Other Duties. The President shall perform such other duties and have such other powers as may be described by the Board of Directors from time to time and/or as described in the Operations Manual.

Section 7.07 First Vice President.

(a.) Succeeding to Office of President. The First Vice President shall automatically succeed to the office of President in the event of the death, disability, resignation or removal from office of the President, and shall serve the unexpired term thereof.

(b.) Limit On Term of Office. An elected First Vice President shall not succeed himself or herself in office, except when serving the unexpired term of office of his or her predecessor.

(c.) Member of Committee. The First Vice President shall be a voting member of the Long Range Planning and Continuity of Office Committee and the Strategic Management Committee

(d.) Board of Directors Attendance. The First Vice President may attend all meetings of the Board of Directors. However, the First Vice President shall not be entitled to vote at such meetings.

(e.) Annual Budget. The First Vice President shall assist the Chief Operations Officer in the preparation of a budget proposal for the following year for presentation at the Annual Meeting of the Board of Directors.

(f.) Other Duties. The First Vice President shall perform such other duties and have such other powers as may be described by the Board of Directors from time to time and/or as described in the Operations Manual.

Section 7.08 Second Vice President.

(a.) Succeeding to Office of First Vice President. The Second Vice President shall automatically succeed to the office of First Vice President in the event of the death, disability, resignation or removal from office of the First Vice President, and shall serve the unexpired term thereof. The Second Vice President shall also automatically succeed to the office of First Vice President in the event that the First Vice President automatically succeeds to the Office Of President, and shall serve the unexpired term thereof.

(b.) Limit on Term of Office. An elected Second Vice President shall not succeed himself or herself in office, except when serving the unexpired term of office of his or her predecessor.

(c.) Chairperson. The Second Vice President shall serve as the chairperson of all Professional Review Boards.

(d.) Member of Committee. The Second Vice President shall be a voting member of the Long Range Planning and Continuity of Office Committee.

(e.) Board of Directors Attendance. The Second Vice President may attend all meetings of the Board of Directors. However, the Second Vice President shall not be entitled to a vote at such meetings.

(f.) Other Duties. The Second Vice President shall perform such other duties and have such other powers as may be described by the IAI Board of Directors from time to time and/or as described in the IAI's Operations Manual.

Section 7.09 Third Vice President.

(a.) Succeeding to Office of Second Vice President. The Third Vice President shall automatically succeed to the office of Second Vice President in the event of the death, disability, resignation or removal from the office of the Second Vice President, and shall serve the unexpired term thereof. The Third Vice President shall also automatically succeed to the office of Second Vice President in the event that the Second Vice President automatically succeeds to the Office Of First Vice President, and shall serve the unexpired term thereof.

(b.) Limit on Term of Office. An elected Third Vice President shall not succeed himself or herself in office, except when serving the unexpired term of office of his or her predecessor.

(c.) Chairperson. The Third Vice President shall serve as the Chairperson of the Resolutions And Legislative Committee.

(d.) Member of Committee. The Third Vice President shall be a voting member of the Long Range Planning and Continuity of Office Committee and as a voting member of the Policy, Procedures and Documents Committee.

(e.) Board of Directors Attendance. The Third Vice President may attend all meetings of the IAI Board of Directors. However, the Third Vice President shall not be entitled to a vote at such meetings.

(f.) Other Duties. The Third Vice President shall perform such other duties and have such other powers as may be described by the Board of Directors from time to time and/or as described in the Operations Manual.

Section 7.10 Fourth Vice President.

(a.) Succeeding to Office of Third Vice President. The Fourth Vice President shall automatically succeed to the office of Third Vice President in the event of the death, disability, resignation or removal from office of the Third Vice President, and shall serve the unexpired term thereof. The Fourth Vice President shall also automatically succeed to the office of Third Vice President in the event that the Third Vice President automatically succeeds to the Office of Second Vice President, and shall serve the unexpired term thereof.

(b.) Limit on Term of Office. An elected Fourth Vice President shall not succeed himself or herself in office, except when serving the unexpired term of office of his or her predecessor.

(c.) Member of Committee. The Fourth Vice President shall be a voting member and recording secretary of the Long Range Planning and Continuity of Office Committee and a voting member and chairperson of the Policy, Procedures, and Documents Committee.

(d.) Board of Directors Attendance. The Fourth Vice President may attend all meetings of the IAI Board of Directors. However, the Fourth Vice President shall not be entitled to a vote at such meetings.

(e.) Appointment. Whenever, the Fourth Vice President is not available to perform his or her duties, the President shall appoint an active member in good standing to perform the duties of the office of the Fourth Vice President.

(f.) Other Duties. The Fourth Vice President shall perform such other duties and have such other powers as may be described by the IAI Board of Directors from time to time and/or as described in the IAI's Operations Manual.

Section 7.11 Chief Operations Officer.

The Chief Operations Officer is appointed by and serves at the pleasure of the Board of Directors. The Chief Operations Officer is responsible for the day- to-day management of the IAI and for carrying out the policies, direction and resolutions of the Board of Directors. The Chief Operations Officer shall act as the Secretary and Treasurer of the IAI.

(a.) Annual Chief Operations Officer's Report. The Chief Operations Officer shall present an annual Report at each Annual Membership Meeting.

(b.) Voting Member of Long Range Planning Committee. The Chief Operations Officer shall serve as a voting member of the Long Range Planning and Continuity of Office Committee.

(c.) Member of Policy and Procedures Committee. The Chief Operations Officer shall serve as a voting member of the Policy, Procedures and Documents Committee.

(d.) Other Duties. The Chief Operations Officer shall perform such other duties as the President and/or Board of Directors shall prescribe.

Section 7.12 International Representative.

The International Representative shall be appointed by the Board of Directors. The International Representative shall be responsible for pursuing initiatives in support of the priorities outlined in the IAI Strategic Plan outside the United States. The International Representative is the chairperson of the International Aspects Committee.

(a.) Chairperson. The International Representative shall serve as the chairperson of the International Aspects Committee.

(b.) Other Duties. The International Representative shall perform such other duties as the President and/or Board of Directors shall prescribe.

Section 7.13 Sergeant-at-Arms.

The Sergeant-at-Arms shall be appointed by the Board of Directors.

(a.) Preserving Order. The Sergeant-At-Arms shall have command of the outer door of the conference hall and Board of Directors Meeting Room, and shall prevent, or cause to be prevent, unauthorized entry as determined by the President or the Board of Directors. The Sergeant-At-Arms shall assist the President in preserving order at all functions and meetings of the IAI.

(b.) Appointing Assistants. The Sergeant-At-Arms, subject to the approval of the Board of Directors, may appoint any Active Member(s) to assist in carrying out the duties of the office of Sergeant-At-Arms.

(c.) Voting Eligibility. The Sergeant-At-Arms shall determine the voting eligibility of members at the Annual Membership Meeting.

(d.) Other Duties. The Sergeant-At-Arms shall perform such other duties as the President and/or Board of Directors shall prescribe.

Section 7.14 Division Representative.

The Division Representative shall be appointed by the Board of Directors.

(a) Liaison Officer. The Division Representative is the liaison officer between the Board of Directors of the IAI and its various divisions and shall facilitate communication between the divisions and help establish new divisions worldwide.

(b) Other Duties. The Division Representative shall perform such other duties as the President and/or Board of Directors shall prescribe.

Section 7.15 Parliamentarian.

The President may appoint an Active Member of the IAI to hold and carry out the duties of Parliamentarian. The Parliamentarian shall serve at the sole pleasure of the President. The term of appointment shall be from conference to conference.

a) **Duties.** The Parliamentarian shall be required to be familiar with Roberts Rules of Order.

b) **Attendance At Annual Membership Meeting.** The Parliamentarian shall be required to attend the Annual Membership Meeting and shall, when called upon, advise the President and membership regarding compliance with the designated rules of order for the conduct of association business and meeting decorum.

c) **Other Duties.** The Parliamentarian shall perform such other duties as the

President shall prescribe.

Section 7.16 Chairperson.

The Chairperson of the Board of Directors is the immediate Past- President.

a) **Duties.** The Chairperson shall preside at all meetings of the Board of Directors. The Chairperson shall serve as a member of the Nominating Committee.

b) **Appointments.** The Chairperson shall appoint the chairpersons and all members of the Advisory Committee on Management Issues and of the Financial Review and Audit Committee.

Article VIII
Committees and other Appointed Positions

Section 8.01 Committees.

a) **General**. The Board of Directors may dissolve or create standing or temporary committees and task forces, for whatever purposes the Board deems appropriate. All committees and task forces shall perform the duties described in the Operations Manual, and such other duties as the President and/or Board shall prescribe. The composition of each committee shall be described in the Operations Manual.

b) **Voting.** All members of a committee, to include the Chairperson, shall have the right to vote at committee meetings, unless otherwise provided in this Article. Action can be taken upon the majority vote of all committee members present.

Section 8.02 Science and Practice Committee and Subcommittees.

(a.) Science and Practice Committee ("S & P Committee").

(1) Purpose. The purpose of the S&P Committee is to organize the individual Science and Practice subcommittees for intra discipline communication and to provide recommendations to the Board, the President, or the full membership on matters relating to all disciplines represented by the IAI.

(2.) Composition. The S&P Committee is composed of a chairperson and the chairpersons of the individual S&P subcommittees as members. The chairperson shall be appointed to a term of four (4) years, or until a successor is appointed, by the President in office at the time of appointment and shall serve under the direction of the Board of Directors.

(3.) Voting. All members of the S&P Committee, to include the chairperson, shall have the right to vote at committee meetings. Members may

designate an alternate member of their subcommittee to represent their particular discipline if the member cannot attend the committee meetings of the S&P Committee. Alternates shall exercise the vote of the regular member in those instances. Motions shall be carried by a simple majority of the voting members present.

(4.) Annual Report. The S&P Committee shall submit a written report to the Board of Directors at its annual meeting and a summary will be delivered orally at the Annual Membership Meeting. The full written report will be posted on the IAI website.

(b.) Science and Practice Subcommittees.

(1.) Composition. S&P subcommittees shall be composed of a chairperson and not fewer than three (3) and not more than six (6), for a maximum of seven (7) subcommittee members who have relevant expertise in their discipline; except for the S&P Crime Scene Investigation subcommittee, which may add up to two (2) members with the relevant expertise in DNA, for a total of up to nine (9) subcommittee members. The chairperson shall be appointed to a term of four (4) years, or until a successor is appointed, by the President in office at the time of appointment and shall serve under the direction of the Board of Directors. The chairperson may not serve for more than two (2) consecutive complete terms. In addition, at the discretion of the subcommittee chair, nonvoting advisors may participate in subcommittee meetings.

(2.) Voting. All members of each subcommittee, to include the subcommittee chairperson, shall have the right to vote at subcommittee meetings. Motions shall be carried by a simple majority of the voting members present.

(3.) Report. Each subcommittee chairperson shall submit a written report to the chairperson of the S&P Committee no fewer than sixty (60) days before the Annual Conference.

(4.) Other Duties. Each S&P subcommittee shall perform such other duties as the chairperson of the S&P Committee, President and/or Board of Directors shall prescribe.

(5.) Expert Witness for Investigations and Hearings. The chairperson of each S&P subcommittee is responsible to act as an expert witness in his or her discipline for IAI investigations and administrative hearings related to allegations of unethical or unprofessional conduct. This shall include answering technical questions and serving as an advisor or technical consultant to both a Professional Review Board and the Board of Directors. If the chairperson of the S&P subcommittee is involved in any manner with the allegation of unethical or unprofessional conduct, another member of the same subcommittee shall be appointed by the President to serve in place of the subcommittee chairperson.

(6.) List of Subcommittees.

(i.) Latent Print.

(ii.) Forensic Photography/Imaging.

(iii.) Crime Scene Investigation.

(iv.) Forensic Art.

(v.) General Forensic Disciplines.

(vi.) Footwear and Tire Track Examination.

(vii.) Blood Stain Pattern Analysis.

(viii.) Digital and Multimedia Evidence.

(ix.) Tenprint Identification.

(x.) Biometric Technology (BIT).

(xi.) Facial Identification

(xii.) Latent Print Development.

(c.) Provisional S&P Subcommittees. The Board of Directors may establish a Provisional S&P subcommittee for forensic disciplines new to the IAI. Provisional S&P subcommittees shall operate in the same manner as a subcommittee.

(d.) Educational Conference. The Committee chairperson and members are responsible for encouraging presenters and topics for the Annual Conference and reviewing and approving the conference content in their respective disciplines.

(e.) Voting. All the members of the Committee, Subcommittees, and any Provisional Subcommittees to include the Chairpersons, shall have the right to vote at their respective Committee and/or respective Subcommittee meetings.

Article IX
Standard of Care and Conflicts of Interest

Section 9.01 Standard of Care.

It is the responsibility of each Director, Officer and committee member of the IAI ("Interested Person") to discharge his or her duties as a Director, Officer or committee member in good faith, in a manner the person reasonably believes to be in the best interests of the IAI, and with the care an ordinarily prudent person in a like position would exercise under similar circumstances.

Section 9.02 Conflicts of Interest.

Before deciding to enter into a proposed contract or transaction with an Interested Person or with an organization in which an Interested Person serves as director or officer or has a financial interest, an IAI Board or committee will follow the following process. First, the material facts as to the contract or transaction and as to the interest of the Interested Person are fully disclosed to the Board of Directors or a committee. The Interested Person may be present to answer questions, but shall not participate in the discussion or vote with respect

to the contract or transaction. A majority of the non-interested members present shall decide whether the contract or transaction is in the best interests of IAI.

Section 9.03 Ratification.

If a Director, Officer or committee member discovers that he or she (or another Interested Person) has entered into a contract or transaction with the IAI without the approval of the Board of Directors or a committee, such person shall immediately disclose the material facts regarding the contract or transaction to the Board of Directors or a committee (where appropriate). The Board of Directors (or committee) shall review the contract or transaction to determine whether the contract or transaction should be ratified.

Article X
Indemnification

Section 10.01 Indemnification.

a) **General Provisions.** Any person who at any time serves or has served as a member or Chairperson of the Board of Directors, officer or employee, or independent contractor of the IAI, or in such capacity at the request of the IAI for any other corporation, partnership, joint venture, trust or other enterprise, shall be indemnified by the IAI to the fullest extent permitted by law (but only to the extent not paid or reimbursed by insurance or any other third party) against:

(1.) Expenses. All expenses, including attorneys' fees, actually and necessarily incurred by such person in connection with any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative and whether or not brought by or on behalf of the individual or the IAI, seeking to hold such person liable by reason of the fact of such capacity or the fact that such person is or was acting in such capacity; and

(2.) Payments. All payments made by such person in satisfaction of any judgment, money decree, fine, penalty or settlement for which such person may have become liable in any such action, suit, or proceeding.

(b.) Broad Scope. To the fullest extent permitted by law (but only to the extent not paid or reimbursed by insurance or any other third party) and when authorized by vote of a majority of the disinterested members of the Board of Directors, the IAI may pay expenses incurred by a member of the Board of Directors, officer or employee of the IAI in defending a civil or criminal action, suit or proceeding in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of the director, officer or employee to reimburse the IAI for such amount if it shall ultimately be determined that such person is not entitled to be indemnified by the IAI against such expenses.

(c.) Good Faith Limitations. Notwithstanding the foregoing provisions, the IAI shall not indemnify or agree to indemnify any person against expenses or other

liabilities incurred by such person on account of any activities or omissions if the director, officer or employee breached or failed to perform a duty that he or she owes to the corporation and the breach or failure to perform constitutes any of the following:

(1.) Willful Failure. Willful failure to deal fairly with IAI or its members in connection with a matter in which the director, officer or employee has a material conflict of interest.

(2.) Personal Profit. A transaction from which the director, employee or officer derived an improper personal profit or benefit, or

(3.) Violation of Criminal Law. Such actions or omissions were at the time taken or made, as may be applicable, were of such a nature that the person should have known or should have had a reasonable cause to believe that the actions or omissions were unlawful.

(d.) Costs Incurred Enforcing these Rights. Any person entitled to indemnification under this Article of these Bylaws shall be entitled to recover all reasonable costs and expenses incurred in enforcing his or her rights hereunder.

Section 10.02 Action by Board of Directors.

Except as provided below, the Board of Directors shall, by vote of a majority of the disinterested members, take all such action as may be necessary and appropriate to authorize the IAI to pay any indemnification required by these Bylaws, including, without limitation, making a good faith evaluation of the manner in which the claimant for indemnity acted or failed to act and of the reasonable amount of any indemnity due such person. Notwithstanding the foregoing, however, if a majority of the Directors shall not be disinterested with respect to an indemnification claim made hereunder, the adversely interested party shall be required to prove that the transaction is just and reasonable to the IAI. The termination of any action, suit, appeal or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner known or believed by such person not to be in or opposed to the best interests of the IAI and, with respect to any criminal action or proceeding, shall not create the presumption that such person had reasonable cause to believe such conduct was unlawful.

Section 10.03 Insurance.

The Board of Directors may authorize the IAI to purchase and maintain insurance on behalf of any person who is a member of the Board of Directors, officer or employee of the IAI, or is or was serving in such capacity at the request of the IAI for any other corporation, partnership, joint venture, trust or other enterprise, against liability asserted against such person and incurred by such person in any such capacity or arising out of such person's status as such or acts in such capacity, whether or not the IAI would have had the power to indemnify the person against such liability under the provisions of these Bylaws or the provisions of the relevant statutes of the state of Delaware.

Section 10.04 Indemnified Individual.

Any person who at any time after the adoption of these Bylaws serves or has served as a member of the Board of Directors, officer, employee or agent of the IAI or serves or has served in such capacity at the request of the IAI for any other corporation, partnership, joint venture, trust or other enterprise shall be deemed to be doing or to have done so in reliance upon, and as consideration for, the right of indemnification provided herein. Such right shall inure to the benefit of the legal representatives of such person and shall not be exclusive of any other rights to which such person may be entitled apart from this Article X of these Bylaws.

Article XI
Dues and Assessments

Section 11.01 Member Dues.

Member dues will be as set forth in the IAI's Operations Manual.

Section 11.02 Termination of Member.

Any Member who is delinquent as of March 31st for the current year is terminated from membership, and it shall be the duty of the Chief Operations Officer to notify such member of that fact immediately and to remove such member's name from the current Membership Directory.

Section 11.03 Reinstatement.

In the event a member is terminated for nonpayment of dues, or has otherwise withdrawn his or her membership, he or she may be reinstated and restored to his or her original membership status, including his or her former member number provided the following: the member pays dues for the current year, and that three years or less has elapsed since the membership was terminated. If more than three years have elapsed, the member must reapply as a new member.

For the purposes of this section, any Member who resigns in lieu of responding to allegations of an ethics violation may reapply for membership only as a new member.

Article XII
Regional IAI Divisions

Section 12.01 Approval.

The Board of Directors may approve the formation of and may grant a charter to a Division of the IAI in any region of any nation or nations in conformance with the Operations Manual.

(a.) **Submission for Approval.** A copy of the Constitution and Bylaws of the proposed Regional Division shall be submitted to the IAI Board of Directors for approval in conformance with the provisions of the IAI's Operations Manual. The original Constitution and Bylaws of the proposed Regional Division shall be subject to the approval of the IAI Board of Directors and shall not become effective unless and until such approval is obtained. However, if the Board of Directors does not take any action within six (6) months after receipt by the IAI, the submitted Constitution and Bylaws are automatically approved without any further action by the IAI Board of Directors.

(b.) **Suspension or Termination.** Once approved, such charter may be suspended, canceled or withdrawn for reasonable cause by the Board of Directors.

Section 12.02 Written Request.

A written request for the formation of a Regional Division shall be made to the Board of Directors by five (5) or more IAI Active or Life Active Members who will be or are Members of the proposed Regional Division.

Section 12.03 Approval of Amendments to Division Constitutions and Bylaws.

All amendments to Regional IAI Division constitutions and Bylaws shall be submitted to the Chief Operations Officer (COO) and shall not be effective until approved by the IAI. The COO and the Division Representative shall administratively review the submitted amendments or amendments. If there is a significant administrative problem that cannot be corrected by consulting with the Division, the amendment or amendments will be returned to the Division with written suggestions on how to correct the administrative problem. After being corrected, the amendment or amendments must be resubmitted for review and approval. If the COO determines that legal review is necessary, amendments shall be forwarded to the General Counsel.

The General Counsel shall consult with the COO of the IAI for review and approval and if appropriate, recommend revisions. The COO shall forward any comments and suggestions to the submitting Division. If there are no identified problems, the COO shall immediately notify the submitting Division that the amendment or amendments have been approved. However, if the COO does not take any action within six (6) months after receipt by the IAI, the submitted amendment or amendments are automatically approved without any further action by the IAI.

Section 12.04 Regional Representatives

The Regional Representatives shall act in an advisory capacity, and assist the President, other Officers and the Board of Directors in all matters pertaining to the welfare of the IAI in the attainment of its objectives and the solicitation of new members. All Regional Representatives shall be members of both the IAI and their respective Regional Divisions.

a) **Appointment.** Regional Representatives may be selected by their respective Regional Divisions, and the names of those selected shall be submitted to the President upon appointment or election.

b) **Other Duties.** The Regional Representatives shall perform such other duties as the President and/or Board of Directors shall prescribe.

Article XIII

Johnson-Whyte Memorial Foundation Fund

Section 13.01 Purpose.

The IAI, recognizing the need for an expanded professional forensic scientific community, has created and established, as an integral part of the IAI, the "Johnson-Whyte Memorial Foundation Fund" (Fund) instituted in memory of Robert L. Johnson, William Whyte, and those deceased IAI members who dedicated their lives to the advancement of the science of forensic identification. The purpose of the Fund is to provide grants for researchers, academic scholarships for students seeking education and employment within the forensic community; and professional grants to members of the IAI who wish to attend the IAI's Annual Conference.

Section 13.02 Administration.

The Johnson-Whyte Memorial Foundation Fund is an internal fund of the IAI and shall be managed by the Board of Directors of the IAI. The Board of Directors is responsible for investing and managing all assets of the Fund and for the approval of expenditures for the administration of the Fund. The Johnson-Whyte Memorial Foundation Fund Advisory Committee, is made up of seven (7) members (including a chairperson), is appointed by the President, and serves at the will of the Board of Directors. The Board of Directors may delegate certain administrative functions to the Committee as deemed appropriate.

Section 13.03 Grants and Scholarships.

The award of research grants and scholarships will be determined by the Long Range Planning and Continuity of Office Committee. The monetary amount of funds available in any given year for research grants and/or scholarships will be reported by the Chief Operations Manager.

Section 13.04 Contributions.

The expressed goal of the Fund is to become a self-sustaining research and scholarship fund. As such, all contributions to the Fund will be held in perpetuity and only income from investments shall be reported as being available for research grants or scholarships. Funds from the principal may be used for necessary Fund administration.

Article XIV
Disciplinary Actions

Section 14.01 Violations Regarding Ethics and Professional Conduct.

a) Processing of Complaints Against Members.

(1.) Complaint. Complaints of violations of the IAI Code of Ethics and Standards of Professional Conduct by a member may be made by any person.

(a) **Signed Written Complaint.** Any allegation of violations of the IAI Code of Ethics and Standards of Professional Conduct from persons other than the President must be in the form of a written communication (a "complaint") that is signed and sent to the President or person acting in place of the President in conformance with these Bylaws. If the complaint is generated by an individual who is not a member of the IAI, the complainant's name and signature shall be a part of the complaint. Once the President receives a complaint, it shall be referred to as the Petition.

(b) **President As Complainant.** In the event information comes to the attention of the President, which forms a basis for probable cause to believe that the IAI Code of Ethics and Standards of Professional Conduct has been violated, then the President may prepare a complaint as the complainant and submit such complaint to the First Vice President. In consultation with the IAI's General Counsel, the First Vice President shall review the Petition to ensure the necessary elements enumerated in Subsection 14.01(1)(a.) and (2.) have been complied with. Once it has been determined that the petition complies with all requirements as set forth in 14.01(1.)(a.) and (2.) the complaint shall continue as any other Petition.

(2.) Content of the Petition. A Petition must include the following: The name and contact information of the Petitioner and the Respondent; including the complete mailing address of the Petitioner and if known, the Respondent as well; an allegation of the specific violations of the IAI Code of Ethics, and Standards of Professional Conduct; an adequate factual basis for the allegation(s); and any necessary documentation or other supporting materials and information.

(3.) Initial Review of the Petition. Within thirty (30) business days of receipt of the Petition, the President, in consultation with the IAI's General Counsel, shall review the Petition to authenticate and determine whether it

complies with the requirements of Sections 14.01 (1.)(a.) and (2.). If the President determines that the Petition does not comply with these Bylaws then, citing the specific deficiency or deficiencies, the President shall notify the Petitioner that the Petition will not be considered. The Petitioner may re-file an amended Petition within fifteen (15) business days of the date of the rejection letter.

(4.) Professional Review Board. Once a Petition is determined to conform to the requirements of these Bylaws, the President shall have fifteen (15) business days to appoint three (3) members to a Professional Review Board; hereinafter referred to as "PRB," to address the Petition. If for any reason a member of the PRB is unable to perform these and/or other duties, the President shall immediately appoint another qualified member. The PRB shall act by majority vote. In addition to the three (3) voting members of the PRB, the Second Vice President shall act as chairperson of the PRB but will not have a vote in the decision made by the PRB. The chairperson will be responsible for collating the results of the review of the parties' submissions and drafting the factual findings and recommendation to the President and Chairperson of the Board of Directors. The PRB will schedule at least one meeting, in person or via conference call, to review the Petition and Response, if any.

(5.) Notice Requirements. Concurrent with the selection of the PRB, the President, in consultation with General Counsel, shall inform the Respondent in writing that a Petition has been submitted. The President shall provide the Respondent with a copy of the Petition, including all submitted supporting materials, as well as a copy of this Article. Respondent may submit a written response to the Petition which must be submitted within thirty (30) business days of the date of the notification letter.

(6.) Decision of PRB. The PRB shall strive to render a decision with respect to the Petition within ninety (90) business days of receipt of the Petition and shall notify the President and Chairperson of the Board of Directors, in writing, of its factual findings and recommendation(s). The Board of Directors shall consider the findings of the PRB and decide whether to dismiss the complaint, request further information, or proceed with any action deemed appropriate to include disciplinary action. Possible disciplinary actions include, but are not limited to, private reprimand, public written reprimand, suspension of membership or expulsion or termination of membership. The Board of Directors' decision will be forwarded to the IAI's General Counsel, who shall review said decision and notify the Respondent and the Petitioner in writing of the Board of Directors' decision. If the decision of the Board of Directors results in discipline, the sanction shall not be enforced until the appeal period has expired or an appeal has been decided.

(7.) Appeal. The Respondent may appeal the decision of the Board of Directors by filing a written request with the current President within thirty (30) business days of the date of the General Counsel's written notification letter. The written request for an appeal shall address one or more of the following questions: (1) Were there facts or circumstances which the PRB failed to consider?; (2) Were there facts or circumstances for which the PRB failed to give

sufficient weight?; (3) Is there new evidence which was unavailable to the PRB which should be considered now?; (4) Was the penalty imposed inappropriate to the offense charged?;' and/or (5) Was the disciplinary process in accordance with this Article? If the current President determines the notice of appeal is timely and states the requirements set forth in this section, the current President shall establish a Board of Appeals, the composition of which is described below, to hear the appeal.

a) **Composition of Board of Appeals.** The Board of Appeals shall consist of five (5) members. The IAI's current First Vice President shall serve as the hearing officer and the current Third and Fourth Vice Presidents shall serve as voting members. The President shall appoint two (2) additional members from the IAI's Membership, not to include current members of the Board of Directors, IAI Officers or Past Presidents. The IAI General Counsel shall serve the Board of Appeals in an advisory capacity.

b) **Presentation of Petition.** The Second Vice President shall present the Petition and all supporting documentation, the Respondent's documentation, the PRB's written findings and recommendations, the final decision of the Board of Directors and the written request for the appeal. The Respondent shall have the right to appear before the Board of Appeals. The Respondent shall have the right to be accompanied by a representative, who will not participate in the hearing, (nor speak on behalf of the Respondent), in other than in an advisory capacity to the Respondent. The Respondent may submit additional information within the sole discretion of the Board of Appeals. If necessary or appropriate, the Board of Appeals may request additional information from the parties. The Board of Appeals may render one of the following decisions: uphold the decision of the Board of Directors, overturn the decision of the Board of Directors, or remand the Petition to the Professional Review Board or Board of Directors as appropriate for further consideration. The Board of Appeals shall strive to issue its ruling within sixty (60) business days of receipt of the notice of appeal. The chairperson of the Board of Appeals shall inform the parties in writing and the President and Chairperson of the Board of Directors of its decision. Unless the Board of Appeals remands the matter to the PRB or Board of Directors, the Board of Appeals decision is final.

(8.) Effect of Resignation by Respondent. If the Respondent resigns as a member of the IAI while a disciplinary process involving the Respondent is pending, the President, in consultation with the General Counsel, shall decide whether the petition should proceed.

(9.) Effect of Lapse of Membership. If the Respondent's membership lapses due to non-payment of dues while a disciplinary process involving the Respondent is pending, the disciplinary process shall be handled in the same manner as a resignation.

(10.) Publication. The IAI may, at its discretion, publicize the nature, existence, or preliminary or final result of any disciplinary proceeding or action, at any stage, if deemed by the Board of Directors to be in the interests of the IAI.

b) **Funding.** Except for exigent circumstances, the Board of Directors shall approve all funding for the operation of the Professional Review Board *and the Board of Appeals* in advance of any in-person meeting. In the event of exigent circumstances, the President may approve emergency spending up to a limit of $2,500.00. As soon as possible, any emergency spending approval will be communicated to the Chairperson of the Board of Directors.

Article XV
Official Language

Section 15.01 Official Language.

The official language of the IAI shall be English.

Section 15.02 Exception.

This section shall not preclude the IAI from translating publications and/or notices into other language(s).

Article XVI
Amendments

Section 16.01 Amendments.

(a.) Proposal of Amendments and Required Vote. The chairperson, or a designated member of the Resolutions and Legislative Committee, shall present resolutions proposing amendments to these Bylaws at the Annual Membership Meeting. No other resolutions relating to amendments to the Constitution or Bylaws will be permitted to be introduced at the Annual Membership Meeting without the express permission of the Board of Directors. Except as otherwise provided herein or by law, proposed amendments must be approved by a majority of the members present at the meeting.

(b.) Publication. By at least 5:00 pm two (2) days prior to the Annual Membership meeting in which any Amendment or Amendments to these Bylaws will be

voted on, the chairperson or Recording Secretary of the IAI's Resolutions and Legislative Committee shall post each proposed Amendment to these Bylaws in the form of a written resolution at the site of the Annual Membership Meeting.

Section 16.02 Effective Date of Amendment. An Amendment to these Bylaws shall become effective immediately upon being approved at an Annual Membership Meeting, and compliance with the legal requirements imposed by the laws of the State of Delaware.

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