



# Inter-Utility Overhead Training Association

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Constitution & By-Laws

Last Revised: August 2022

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## Constitution

### ARTICLE 1 NAME:

This organization shall be known as the Inter-Utility Overhead Training Association.

### ARTICLE 2 PURPOSE:

The primary purpose of the organization is to promote increased efficiency and effectiveness of training for Overhead and Underground personnel through the exchange of ideas and training information. The scope of training activities includes safety, communications, operations, maintenance, general work practices, and policies related to training.

### ARTICLE 3 GOALS:

Section 1 To exchange related training information

Section 2 To reduce duplication of efforts by member companies in training program development.

Section 3 To define terminology used by member companies to assist in inter-utility communications.

Section 4 To provide a forum for the presentation and discussion of training programs and problems encountered in utility operations.



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Section 5 To develop and/or promote educational programs designed to influence safer utility operations.

Section 6 To conduct the affairs of the Association in a manner that will reflect the high standards of the Electric Utility Industry and of our professional calling.

### **ARTICLE 4** AFFILIATION(S):

The Inter-Utility Overhead Training Association is a wholly independent, self-governing body receiving no aid, either technical or monetary, from any organization other than the companies represented by its members.

IUOTA will be partnered with the Inter-Utility Substation Training Association to increase the benefits to our vendors and Host Company as well as increase the participation at our combined meetings.

Following the opening of the meeting as well as any presentations that benefit, both IUOTA and IUSTA, the groups will go to their separate rooms for the remainder of their meeting.

### **ARTICLE 5** MEMBERSHIP

Section 1 The Inter-Utility Overhead Training Association is a group of Methods Analysts, Program Developers, and Instructional Personnel from various electrical utilities.

Section 2 More than one individual from a given company may hold membership in the Inter-Utility Overhead Training Association.

Section 3 Each company, regardless of the number of members in the Association that



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are representatives of that company, will be entitled to cast one vote on any issue before membership.

To prevent a company with multiple representatives attending a meeting, one person will be asked to represent the overall voice of that company regarding best practice and work practice voting. That representative will sit in the front row for ease of measuring company practices.

Changes to IUOTA as well as benchmarking can be done via e-mail to all the listed members as well.

Section 4 Termination of membership may be voluntary. IUOTA members from past meetings who have not attended a meeting in the previous three years will be removed from the membership and e-mail distribution list. The IUOTA secretary will keep a list with the last date a meeting was attended and remove those after the three-year date passes.

Section 5 Each member has the following inherent rights, subject only to specific restrictions contained in the constitution, by-laws, or special rules:

1. To receive notices.
2. To attend meetings.
3. To present motions, resolutions, or other business.
4. To discuss.
5. To vote.
6. To nominate.
7. To be a candidate for office.
8. To inspect official records of the organization.
9. To insist on the enforcement of the rules of the organization and the rules of parliamentary law.
10. To resign.
11. To exercise any other rights given by the constitution, by-laws, or rules of



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the organization

Section 6 Vendors are not members of IUOTA. The term Vendor shall refer to any supplier of tools, equipment, materials and services to Utilities, along with Individuals, Companies and Institutions that (are in business) (have the potential) to profit from the information being shared at the IUOTA meetings. Vendors will be permitted to sit in and listen **with no voice after completion of the Accident review portion of the meeting.** Vendors will be seated at separate tables and given different colored nametags to distinguish them as vendors.

Vendors will be allowed to make a presentation as part of the formal agenda if reviewed and approved by the IUOTA Chairperson. The presentation will not be allowed to take the form of an advertisement for any company or person for the purpose of increasing sales or seeking a financial gain. Vendors violating this requirement during their presentation could be banned from making future presentations or displaying their products during upcoming IUOTA meetings. Upon completion of the presentation, the vendor will be permitted to sit in and listen with no voice for the remainder of the meeting.

Vendors will receive the company e-mails of the current members in return for their support by purchasing a table in support of IUOTA. The IUOTA secretary will provide that list to every paid vendor who was not in violation of the rules above.

Vendor companies will be provided a “Five Minute Showcase” on the floor in front of the membership to promote an item or items they wish. These presentations will be spread across the meeting presentations with as many done the beginning of the first day as possible. Vendors are not allowed to utilize audio visual equipment as it slows down the program. Show and tell type demos only.



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### **ARTICLE 6**     OFFICERS:

Section 1        Any member of this Association may be nominated as an officer provided that they have been an active member for a minimum of 2 years and agree to serve the full term of office.

Section 2        The office of Chairman/Vice Chairman and Secretary/Co Secretary will be for a four-year period and will stagger the positions transfer of roles.

Section 3        At no time will the office of Chairman and Secretary be held by members of the same company.

Section 4        The Co-Chairman will serve for one meeting. The meeting will be the one hosted by his company.

### **ARTICLE 7**     MEETINGS AND QUORUMS:

Section 1        Regular association meetings should normally be held on an annual basis.

Section 2        Regular association meetings will be of a two-day duration. The meeting is preferred to be held in the second or third week of August to avoid storms and other vendor supported conferences.

Section 3        A quorum shall consist of the attendance at a regular association meeting of five members representing at least five companies.

### **ARTICLE 8**     AMENDMENTS:

Section 1        An amendment to this constitution may be proposed during, prior, or post of any general association meeting.



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- Section 2            Voting on a proposed amendment to the constitution will take place at the next regularly scheduled association meeting or by electronic mail.
- Section 3            Amendments to the constitution must be approved by a unanimous vote of the members present or by majority vote by electronic mail.
- Section 4            Voting on a proposed amendment to the constitution and by-laws may take place by an electronic vote to the members when proposing changes to the constitution or by-laws. The constitution and by-laws will be amended by majority vote via electronic mail.

### **By-Laws**

#### **ARTICLE 1        OFFICER RESPONSIBILITIES**

Section 1            Chairman/Vice Chairman

- Calls the meeting to order at the appointed time.
- Answers parliamentary inquiries and questions and decides points of order and questions of privilege as they arise.
- Signs all orders necessary to carry out the will of the Association.
- Acts as their representative of the Association to outside persons and other organizations.
- Appoints committees as directed by motion of the Association.
- With the co-chairman, he reviews and approves all matters to be placed on the agenda for forthcoming meetings.
- Makes all announcements at the start of each meeting.
- Keeps presenters within their allotted presentation time.
- Adjourns all meetings.
- Serves as advisor after completion of term.



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### Section 2 Secretary/Co-Secretary

- Keeps careful and authentic record of the proceedings of the Association.
- Be able to furnish the exact wording of a motion which is pending before the membership.
- Authenticate all records by his signature.
- Furnish information from the minutes of previous meetings and from records of the Association, requested by officers or members of the Association.
- Maintain a roll of members and to call the roll when necessary.
- Preserve all records, reports and documents of the Association.
- Have available at each meeting a copy of the constitution, by-laws, special rules, a list of Association members and a list of subcommittees and their members.
- Have printed minutes of previous meetings.
- Distribute a copy of the minutes of each meeting to all members within 60 days of adjournment of a regular membership meeting.
- Carry on such correspondence for the Association as may be required.
- Serves as advisor after completion of term.

### Section 3 Co-Chairman

- With the chairman, he reviews and approves all matters to be placed on the agenda for the meeting he is to host.
- Prepare and distribute to membership a letter of invitation, agenda at least 60 days prior to meeting.
- Makes all necessary arrangements for the meeting he is to host.
- Conducts all matters of business before the membership not specifically designated to other officers.
- He announces, in its proper order, the business, which should come before the membership.



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- He assigns the floor to members who desire to present motions or speak.
- He states all motions, which have been properly presented and seconded.
- He makes certain that the members present understand the pending business and explains the effects of the motion if it is not evident.
- States the question to be voted upon and puts it to a vote.
- Announces votes and results of votes.
- Performs all other duties, which may be assigned to him by the by-laws and special rules of the Association.

### **ARTICLE 2**    ELECTION OF OFFICERS:

- Section 1        Election of members to fill a vacancy of Chairman or Secretary will be by E-mail voting to membership.
- Section 2        Election of members to fill a vacancy of Chairman or Secretary will require a majority of members.
- Section 3        In the event that multiple members are nominated and no one member receives a majority vote, a second vote will be cast with the two candidates receiving the most votes on the first vote as the only candidates.
- Section 4        The chairman shall appoint a nominating committee made up of members of at least three member companies, which will present a slate of candidates to the membership for consideration. This nominating committee will remain intact for the full term of the officers.
- Section 5        Electronic voting is to take place prior to the last meeting of the incumbent officer's term.
- Section 6        An incumbent officer may not be re-elected for consecutive terms.





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Section 7 If an incumbent officer is unable to fulfill the term of office, the nominating Committee will appoint a replacement. The replacement may be a past Officer.

### **ARTICLE 3** ORDER OF BUSINESS FOR MEETINGS:

Section 1 The following order of business will be adhered to at each meeting:

1. Call To Order (Chairman)
2. Roll Call (Secretary)
3. Minutes Of Previous Meeting (Secretary)
4. Announcements (Chairman)
5. Committee Reports (Committee Chairman)
6. Unfinished business (Co-Chairman)
7. New Business (Co-Chairman)
8. Adjournment (Chairman)

### **ARTICLE 4** COMMITTEES:

Section 1 With a majority of the members present, committees may be formed for any reasonable study or project.

Section 2 Committees will consist of one, two or three members.

Section 3 Appointment to a committee will be conducted by the chairman.

Section 4 The chairman will consider the work location of members appointed to committees to limit the travel time and expense for these committees to meet.



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### **ARTICLE 5**    PARLIAMENTARY AUTHORITY:

Robert’s Rules of Order shall be the parliamentary authority on all matters not covered by the constitution and by-laws of this Association.

### **ARTICLE 6**    AMENDMENTS:

Section 1            These by-laws may be amended at any meeting by a majority vote of the members present or by majority of electronic vote via email.

#### **- SUMMARY OF REVISIONS -**

<u>Constitution:</u>	Original	June 1985
	Rev 3	April 6, 1995 – Added minimum requirement for officer nomination; Article 6, Section 1 (“provided that ...”)
	Rev 4	October 2, 1997 – Deleted the word “eastern”; Article 5, Section 1
	Rev 5	April 8, 2005 – Added clarification on meeting days; Article 7, Section 2 (The meeting will be scheduled...) - Added a clarification regarding Vendors; Article 5, Section 6 (Vendors are not members...)
	Rev 6	October 6, 2005 – Added “Whenever possible” to Article 7, Section 2 (“Whenever possible, the meeting will be scheduled...)
	Rev 7	Section 6 added paragraph regarding vendors presenting at meeting Revise Article 8 section 1, 2 & 3 voting by electronic mail and adding Section 5
	Rev 8	Additions and deletions made throughout the entire section and voted on and accepted at the 2016 meeting by those in attendance and by E-mail. Major changes was moving to an annual meeting and rules around vendors. Board members have the marked-up document should those changes need to be referenced in the future.



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<u>By-Laws:</u>	Original	June 1985
	Rev 1	October 1989 – Deleted: Article 2, Section 5
	Rev 2	April, 1993 - Added advisory responsibility; Article 1, Sec. 1 & 2 (“Serves as advisor ...”)
	Rev 3	April 6, 1995 – Added nominating committee period of appointment; Article 2, Section 6 (“This nominating ...”) – Added: Article 2, Section 8 (“An incumbent ...”) - Added: Article 2, Section 9 (“If an incumbent ...”)
	Rev 4	Revision to Section 1 adding electronic voting
	Rev 5	Additions and deletions made throughout the entire section and voted on and accepted at the 2016 meeting by those in attendance and by E-mail. Major changes was moving to an annual meeting and rules around vendors. Board members have the marked-up document should those changes need to be referenced in the future.
	Rev.6	August 17,2022 officially adding language to capture roles of Vice Chairman and Co-secretary. These positions were added for additional support and succession planning purposes.