

*Judiciary 4/4, Pass 3/7 '545)*

SENATE FILE 5

Judiciary  
Scott, Chairperson  
Ashcraft  
Doderer

FILED JAN 1 1977

SENATE FILE 5

By MURRAY

*Sen Judiciary 3/14*

Senate File 5  
Judiciary and Law  
Enforcement  
Connors, chair  
Schelhaase  
Branstad

Passed Senate, Date 3-9-77 (p. 517) Passed House, Date 5-20-77 (p. 2593)

Vote: Ayes 48 Nays 0 Vote: Ayes 84 Nays 2

Approved June 29, 1977

### A BILL FOR

1 An Act to provide for board of directors meetings of non-  
2 profit corporations by conference telephone or similar  
communications equipment.

3 BE IT ENACTED BY THE GENERAL ASSEMBLY OF THE STATE OF IOWA:  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25

1 Section 1. Section five hundred four A point twenty-two  
2 (504A.22), Code 1977, is amended by adding the following new  
3 unnumbered paragraph:

4 UNNUMBERED PARAGRAPH. Unless otherwise restricted by the  
5 articles of incorporation or bylaws, members of the board  
6 of directors of any corporation, or any committee designated  
7 by the board of directors, may participate in a meeting of  
8 the board or committee by conference telephone or similar  
9 communications equipment. All persons participating in the  
10 meeting shall be able to hear each other, and participation  
11 in a meeting pursuant to this provision shall constitute  
12 presence in person at the meeting. Records of the meeting  
13 shall be kept as required in section five hundred four A point  
14 twenty-five (504A.25) of the Code.

15 EXPLANATION

16 This bill allows Chapter 504A nonprofit corporations to  
17 conduct board of directors' meetings by conference telephone  
18 calls unless restricted by the Corporation's articles of  
19 incorporation or bylaws.

20  
21  
22  
23  
24  
25  
26  
27  
28  
29  
30  
31  
32  
33  
34  
35

AN ACT

TO PROVIDE FOR BOARD OF DIRECTORS MEETINGS OF NON-  
PROFIT CORPORATIONS BY CONFERENCE TELEPHONE OR SIMILAR  
COMMUNICATIONS EQUIPMENT.

BE IT ENACTED BY THE GENERAL ASSEMBLY OF THE STATE OF IOWA:

Section 1. Section five hundred four A point twenty-two  
(504A.22), Code 1977, is amended by adding the following new  
unnumbered paragraph:

NEW UNNUMBERED PARAGRAPH. Unless otherwise restricted  
by the articles of incorporation or bylaws, members of the  
board of directors of any corporation, or any committee  
designated by the board of directors, may participate in a  
meeting of the board or committee by conference telephone  
or similar communications equipment. All persons participat-  
ing in the meeting shall be able to hear each other, and  
participation in a meeting pursuant to this provision shall  
constitute presence in person at the meeting. Records of  
the meeting shall be kept as required in section five hundred  
four A point twenty-five (504A.25) of the Code.

---

ARTHUR A. NEU  
President of the Senate

---

DALE M. COCHRAN  
Speaker of the House

I hereby certify that this bill originated in the Senate and  
is known as Senate File 5, Sixty-seventh General Assembly.

---

STEVEN C. CROSS  
Secretary of the Senate

Approved Jun 29, 1977

---

ROBERT D. RAY  
Governor