

**BY- LAWS
OF THE
International Association of Movers**

(AS AMENDED October 13, 2012)

NOTE: Bold underlining denotes 2012 approved revisions

**ARTICLE I
NAME**

This organization shall be known as the International Association of Movers.

**ARTICLE II
OFFICE OF THE ASSOCIATION**

The headquarters of the Association shall be located in Alexandria, Virginia.

**ARTICLE III
PURPOSES AND OBJECTIVES**

The objectives and purposes of this Association shall be to further the public interest and the interests of its Membership; to maintain high standards of service in the Industry, both for the benefit of the Government and commercial shippers; to cooperate with the Department of Defense and other government agencies as requested; to disseminate information of general interest and benefit to the Membership; to make available to the U.S. Congress and its committees and appropriate Federal agencies such information as may be of assistance in their consideration of the problems of this Industry; to formulate and present the Membership's position before Congress and its committees, the Department of Defense, and other executive departments of the Government, and before Federal administrative and regulatory agencies; and to take such other action as may be proper and lawful and consistent with the public interest and with the interest of this Association and its Membership.

**ARTICLE IV
MEMBERSHIP**

Section 1:

Membership in the Association shall consist of six classes: Governing Membership, Core Membership, Supplier Membership, Young Professional (IAM-YP), Student Membership, and Industry

Veterans.

Governing Membership in the Association shall be open to any person, firm, entity, organization, company, or corporation engaged in or with an interest in Moving.

Core Membership in the Association shall be open to any person, firm, entity, organization, company, or corporation engaged in or with an interest in Moving, unless that entity is a Transportation Service Provider (TSP) offering door-to-door through bill of lading service capabilities to the U.S. Government, in which case said entity will be required to be a Governing Member of IAM.

Notice of every application for Governing, Core, and Supplier Membership shall be given to each Governing, Core, and Supplier Member, who shall have thirty (30) days from date of such notice to submit evidence that the applicant is not creditworthy. Such evidence must consist of the same type of evidence considered for expulsion of a **Governing**, Core and/or Supplier Member under Article IV, Section 4, for failure to pay monies due another **Governing**, Core or Supplier Member. If such evidence is presented, the application for Governing, Core and/or Supplier Membership shall be referred to the Executive Committee for further investigation and appropriate action as provided in Article IV, Section 2.

Supplier Membership in the Association shall be open to any person, firm, entity, organization, company, and corporation providing goods or services to the moving industry, without being actively engaged in the moving process.

Core and Supplier Members shall be entitled to receive the same releases and information as Governing Members, with the exception of those matters which the President determines, in his/her discretion, to restrict to the Governing Membership.

Young Professionals Membership (IAM-YP) shall be open to individuals who are employees of IAM Members and who are thirty-nine (39) years or under when they join the group. If an IAM-YP turns 40, they will be permitted to remain in the group until the conclusion of the current fiscal year.

Student Membership in the Association shall be open to all full-time and part-time students who are actively enrolled in academic study, carrying a minimum of 6 credit hours.

Industry Veterans Membership and status in the Association shall be for individuals who have previously worked within our industry, are no longer active in employment, reached a minimum of 62 years of age, but nonetheless wish to keep abreast of developments in the industry and to maintain ties with other industry participants, former associates and friends. Section 2:

Every application for membership shall be referred to the Membership Committee. If the Committee finds that the applicant is qualified under Section 1 of this Article, it shall approve the application. If the Committee believes that the applicant does not qualify under Section 1 of this Article, it shall refer the application to the Executive Committee for further investigation and appropriate action.

Section 3:

Any member may, by giving written notice thirty (30) days in advance of such action, withdraw from Membership. Such notice shall be presented at the next meeting of the Executive Committee.

Section 4:

For good cause the Executive Committee may suspend or expel any member of the Association, or take other appropriate action. Good cause includes, but is not limited to, failure to pay dues or other obligations owed to the Association, after proper notice as defined in Article V, Section 2; failure to maintain qualifications for membership as set forth in Section 1 of this Article; failure to comply with the terms and conditions of Membership; and failure to comply with any standards of business conduct which may be adopted by the Association.

Any **Governing**, Core and/or Supplier Member may be expelled by the Executive Committee for failure to pay monies due another **Governing**, Core and/or Supplier Member for services performed at its request, when the following conditions exist: (a) the unpaid account must be for a minimum amount of **\$10,000**; (b) the account must be a minimum of **one hundred and twenty (120)** days past due; (c) the Member who has not been paid must have requested payment, in writing, at least twice; and (d) the debt must not be pending legal action. The Member requesting expulsion of a **Governing**, Core and/or Supplier Member must present to the Executive Committee documents showing performance of the services, a copy of any applicable written agreement, and any correspondence regarding the unpaid bill, including the written demands for payment. Copies of all such documents must also be furnished concurrently to the Member subject to expulsion.

Prior to expelling any member, the Executive Committee shall afford the member an opportunity for hearing, except as provided in Article V, Section 2. In taking action, the Executive Committee shall act by majority vote, except that a two-thirds vote of the Executive Committee members present, which shall not be less than the majority of the entire Executive Committee, shall be required for the expulsion of any member.

Section 5:

If a member resigns or if their membership is terminated for any reason, all their interest in the property and assets of the Association shall terminate.

Section 6:

No member shall be considered to be in good standing if the member is thirty (30) days or more in arrears to the Association for dues or other obligations.

ARTICLE V
DUES

Section 1:

The Executive Committee shall fix the Membership dues and the manner in which they are to be collected. A Core Member, affiliated with a person engaged as a carrier or forwarder in the movement of household goods for the Department of Defense, which affiliated company does not hold Governing Membership in the Association, shall pay the same dues as those established for a Governing Member. Dues are defined as including initiation fee and special assessments. Membership dues shall be payable in advance unless otherwise directed by the Executive Committee.

Section 2:

Members who fail to pay their dues within thirty (30) days from the time they become due shall be notified by the Treasurer and, if payment is not made within the next succeeding thirty (30) days, shall be considered as delinquent. If a member's charges (dues and other assessments) remain unpaid for more than two months, the member's name shall be given to the Executive Committee for consideration and appropriate action. Such consideration and action by the Executive Committee may be accomplished without a meeting. Although the Executive Committee may, at its discretion, grant a hearing to a delinquent member, such member shall not be entitled to a hearing as a matter of right, notwithstanding the provisions of Section 4 of Article IV of these By-Laws. Reinstatement shall be automatic upon payment of all obligations, unless the expulsion order otherwise specifies.

Section 3:

The fiscal year of the Association shall begin January 1 of each year.

Section 4:

The books of the Association shall be audited by a Certified Public Accountant or recognized firm of accountants immediately following the close of the fiscal year or at such other time as the Executive Committee may require.

Section 5:

No indebtedness shall be incurred by the Association through its Membership, Executive Committee, officers, or employees during any one year in excess of the annual revenue of the Association for that year without the express written consent of the Executive Committee.

ARTICLE VI OFFICERS

Section 1:

The officers of this Association shall be a Chair (who shall serve as Secretary and Treasurer), a Vice Chair, four Members-at-Large, and a paid President. Each Member-at-Large shall serve as a Chair of a Standing Committee. Officers shall be elected as provided in Article IX, shall take office immediately upon the conclusion of the annual meeting at which they are elected, and shall serve for a period of one year, or until his/her successor takes office, except that the paid President shall serve in accordance with the terms of his/her employment contract.

Section 2:

Only an owner, part owner, or designated employee of a firm which is an Governing Member in good standing of this Association shall be eligible to serve as an officer, with the exception that the Chair must be an owner, part owner, or member of the Board of Directors of a Governing Member, and the President may not be an owner, part owner, officer, or designated employee of a firm which is a member of this Association.

Section 3:

A paid President shall be selected by the Executive Committee. His/her salary shall be fixed by the Executive Committee.

Section 4:

All officers of the Association shall serve without remuneration, except as set forth in Section 3 of this Article.

Section 5:

Any vacancies which may occur in any of the offices by reason of death, resignation, or otherwise may be filled by a majority vote of the Executive Committee. Vote may be taken by mail ballot and the person or persons so selected shall serve only for the remainder of the terms of the person or persons replaced.

ARTICLE VII DUTIES OF OFFICERS

Section 1: President

The President shall preside at all general membership meetings and at meetings of the Executive Committee, shall submit at the annual meeting a complete report of the operation of this organization's

affairs, and shall also submit reports to the Executive Committee from time to time on any matters coming within his/her notice of sufficient interest to the organization, or as requested by the Executive Committee. He/she shall perform such other duties as any is properly required of him/her by the Executive Committee. The President shall serve as an ex-officio member of all committees.

The President shall be the administrative officer of the organization and, under the authority of the Executive Committee, shall supervise, coordinate, and direct the activities and programs of this organization.

Section 2: Chair

The Chair is the Chief Executive Officer and may, as the occasion may require, elect to preside at meetings of the Executive Committee and the Governing Membership. In addition to serving as Chair of the Executive Committee, the Chair shall serve as Secretary-Treasurer.

Section 3: Vice Chair

The Vice Chair shall serve as Chair of the Government & Congressional Affairs Committee and shall carry out the duties of the Chair in his/her absence or upon his/her request.

Section 4: Treasurer

The Treasurer shall keep full and accurate accounts of receipts and disbursements in books belonging to the Association, and shall deposit all moneys and other valuable effects in the name and to the credit to the Association in such depositories as may be designated by the Executive Committee. He/she shall disburse the funds of the Association as may be ordered by the Executive Committee, making proper vouchers for such disbursements, and shall render to the Executive Committee, at the regular meetings of the Executive Committee, or whenever they may require it, an account of all his/her transactions as Treasurer and of the financial condition of the Association. If required by the Executive Committee, he/she shall give the Association a bond, in such sum and with surety or sureties as may be satisfactory to the Executive Committee for the faithful performance of the duties of his/her office, and for the restoration to the Association, in case of his/her death, resignation, retirement, or removal from office, of all books, papers, vouchers, money, and other property of whatever kind in his/her possession or under his/her control belonging to the Association.

The President shall handle the day-to-day functions of the Treasurer's office, subject to policy direction and review by the Chair.

Section 5: Secretary

The Secretary shall act as Secretary at all general membership and Executive Committee meetings of the Association and shall have such other duties as may be assigned to him/her by the Executive Committee.

The President shall handle the day-to-day functions of the Secretary's office, subject to policy direction and review by the Chair.

Section 6: Executive Committee Members-at-Large

Members-at-Large shall represent the entire Governing Membership on all Association matters, shall chair a standing committee, and shall perform such other duties as the Chair may direct, with the advice and consent of the Executive Committee.

ARTICLE VIII EXECUTIVE COMMITTEE

Section 1:

The Executive Committee shall consist of the Chair, the Vice Chair, the four Members-at-Large, and the Core Members Representative and a Representative-at-Large elected by the Core and Supplier Membership. Only an owner, part owner, officer, or designated employee of a firm which is a Governing Member in good standing shall be elected to the Executive Committee by the Governing Membership. Only an owner, part owner, officer, or designated employee of a firm which is a Core Member in good standing shall be elected to the Executive Committee by the Core and Supplier Membership.

The Core Members on the Executive Committee shall be entitled to vote at the Executive Committee meetings only on Association matters which directly affect the Core and Supplier Membership. In the event a dispute arises as to whether a particular matter directly affects the Core and/or Supplier Membership within the meaning of this paragraph, such dispute shall be resolved by the Chair, whose decision shall be final.

Members of the Executive Committee shall hold office until their successors are duly elected and qualified.

The Chair of the Young Professionals (IAM-YP) organization shall be authorized to attend meetings of the Executive Committee as a non-voting representative. All members of the IAM-YP shall be a Governing, Core, or Supplier Member of the Association in their own right, or an employee or officer of a Governing, Core, or Supplier Member of the Association.

Section 2:

The Executive Committee shall have general supervision of the business of the Association. In assisting it to discharge its responsibilities, the Executive Committee shall use the services of the President.

Section 3:

Appeal from any decision of the Executive Committee may be carried to the Membership by an aggrieved party at the next meeting of the Membership.

Section 4:

Any vacancy that may occur on the Executive Committee by reason of death, resignation, or

otherwise may be filled by a majority vote of the Executive Committee. Vote may be taken by mail ballot and the person or persons so selected shall serve only for the remainder of the term of the person or persons replaced.

ARTICLE IX ELECTIONS

Section 1:

The officers, with the exception of the President, shall be elected at the annual meeting in conformance with the requirements of Article VI and VIII.

Section 2:

In order that the election of such officers may be facilitated, the President shall appoint a nominating committee of three Governing Members, not less than sixty (60) days preceding the election, who shall nominate from the Governing Membership not less than one individual for each office or vacancy (excluding the two representatives of the Core Membership) to be filled in conformance with the requirements of Articles VI and VIII. The President will transmit the nominating committee's report to the Governing Membership not less than thirty (30) days prior to the election.

Section 3:

Other Governing Members shall not be precluded from making nominations from the floor for any one or all of such offices or vacancies, but such nominations shall be limited to individuals who would qualify for such offices or vacancies under the requirements of Articles VI and VIII.

Section 4:

If a contest develops, voting shall be conducted in the following manner: The President shall conduct the election. A poll shall be taken of the Governing Members present with the assistance of the Secretary (Chair). Each Governing Member in good standing who is present shall be entitled to one vote for Chair, one vote for Vice Chair, and one vote for each Member-at-Large.

The Secretary will then present one ballot to each Governing Member. Voting will be by secret ballot. The total votes cast may not exceed the total number of eligible members present. The candidate receiving the majority of votes cast by the members present shall be declared elected.

The election for Chair, Vice Chair, and Members-at-Large shall be conducted separately. A person who ran unsuccessfully for the position of Chair shall have the opportunity to be placed on the nomination ballot for the office of Vice Chair. A person who ran unsuccessfully for the position of Vice Chair shall have the opportunity to be placed on the nomination ballot for Member-at-Large.

Section 5:

The two representatives of the Core ***and Supplier*** Membership shall be elected by and from the Core

and Supplier Membership in the same manner as provided in Section 4 of this Article for elections by and from the Governing Membership, as provided for in Article II of the Addendum to these By-Laws covering Core **and Supplier** Membership. Each Core **and Supplier** Member in good standing who is present shall be entitled to one vote.

ARTICLE X MEETINGS

Section 1: Annual Meeting - Governing Membership

The time and place of the annual meeting of the membership shall be determined and set by the Executive Committee. A quorum shall consist of twenty-five (25) percent of the Governing Membership.

Section 2: Annual Meeting - Executive Committee

The time and place of the annual meeting of the Executive Committee shall be determined and set by the Executive Committee.

Section 3: Special Meetings - Governing Membership

Special meetings of the membership may be held at such times and at such places as may be specified in the call for special meetings. Such calls for special meetings shall be made at the direction of the Executive Committee, or a petition signed by twenty-five (25) percent of the Governing Membership in good standing. Calls for special meetings shall specify the time, place, and object thereof. A quorum shall consist of twenty-five (25) percent of the Governing Membership.

Section 4: Special Meetings - Executive Committee

Special meetings of the Executive Committee may be held at such times and places upon action of the Executive Committee or upon written call of the Chair or any three members of the Executive Committee. Calls for special meetings shall specify time, place, and object thereof.

Section 5:

An agenda of matters to be considered by the Executive Committee shall be mailed by the Secretary to all members of the Committee not less than seven (7) days before each meeting. A majority of the members of the Executive Committee shall constitute a quorum. A majority vote of the members of the Executive Committee shall be required to authorize or make any decision.

Section 6:

Two weeks' notice shall be required on any meeting authorized by Section 1, 2, or 3 of this Article, provided that if the Chair finds that good cause exists, such notice requirement shall be met by giving written or telephonic notice of such meeting at least 72 hours in advance.

Section 7:

Unless otherwise provided in these By-Laws, all business of the Association at membership meetings shall be determined by a majority vote of the Governing Members in good standing present at the meeting.

Section 8:

All Governing and Executive Committee meetings are to be recorded. They are to be posted on the Association's Internet Web Site within thirty (30) days after the close of the meeting and shall be available for viewing by the Membership for a period of thirty (30) days from date of such posting.

**ARTICLE XI
STANDING AND SPECIAL COMMITTEES**

Section 1:

With the exception of the Chair of the Government & Congressional Affairs Committee, who shall be the Vice Chair, the following Standing Committees shall be appointed by the Executive Committee immediately after it takes office and shall serve until their successors have been duly appointed unless sooner recalled, replaced, or abolished:

1. Government & Congressional Affairs Committee
2. Claims Committee
3. Committee on Carrier Relations
4. Accessorial Services Committee
5. Commercial Affairs Committee
6. Technology & Communications Committee

Section 2:

Special committees may be appointed by the Chair from time to time as the need therefore arises.

**ARTICLE XII
AMENDMENTS**

These By-Laws may be amended or repealed by a two-thirds vote of the Governing members present at the annual meeting of the Association or at any special meeting called for that purpose, provided a sufficient number of members are in attendance to constitute a quorum. Written notice in all cases shall be given at least thirty (30) days prior to the date of said meeting or any proposed amendment, setting forth in full such proposed amendment to the By-Laws. Each Governing Member in good standing who is present shall be entitled to one vote.

ADDENDUM TO THE BY-LAWS

OF

International Association of Movers

CORE AND SUPPLIER MEMBERSHIP

The objectives and purposes of the Core and Supplier Membership shall be to further the interests of the Association; to maintain high standards and quality of service in the industry; to follow a code of ethics when dealing with all members; to disseminate information of general interest and benefit to the Membership; to make available through its committees, the Core Members Management Board (herewith called CMMB), and through its representatives on the Executive Committee of the Association, such information as may be of assistance in their consideration of the problems of this industry. Core and Supplier Membership in the Association shall be open to any person, firm, entity, organization, company, or corporation engaged in, or with an interest in Moving, unless that entity is a Transportation Service Provider (TSP) offering door-to-door through bill of lading service capabilities to the U.S. Government, in which case said entity will be required to be a Governing Member of IAM.

ARTICLE I

THE CORE MEMBERS MANAGEMENT BOARD

Section 1:

The authority of the Core and Supplier Members shall be vested in the Core Members Representative and the Core Members Management Board (CMMB). The CMMB shall consist of the Core Members Representative, the Core Members Representative-at-Large, and two Representatives each for Africa; Central, South America and the Caribbean (including Mexico); Europe (including Russia); Eastern and Southern Asia; Middle East and Near Asia (including Western, Southern, and Central Asia); North America (including Canada and the State of Alaska); and Oceania (encompassing Australia, New Zealand, and the Islands of the Pacific, including Guam, American Samoa, and the State of Hawaii).

When a question arises as to the "Region" in which a Country belongs, the matter will be decided by the CMMB after consulting the United Nations Standard Country and Area (Regional) Codes (M49) and other material submitted for consideration.

Only an owner, part owner, officer, or designated employee of a firm which is a Core Member in good standing shall be eligible to serve on the CMMB. Each board member, except for the Core Members Representative and the Core Members Representative-at-Large, shall be appointed by the Core Members Representative, take office on the first day of the month of December following such appointment, and shall serve for one year or until a successor is duly appointed. The President of the Association shall be an ex-officio member of the CMMB, shall have notice of all meetings and shall have the right to participate in such meetings, but will have no vote.

Section 2:

The Core Members Representative and all other members of the CMMB shall serve without remuneration.

Section 3:

The Core Members Representative shall preside at meetings of the CMMB and the Annual Core Membership Meeting.

Section 4:

The CMMB members shall serve to aid, advise, and assist the Core Members Representative in the performance of his/her duties; shall represent, within their individual assignments, the Core Membership on all pertinent matters; and shall perform such other duties as the Core Members Representative may direct.

Section 5:

A vacancy in a regional representative position on the CMMB which occurs by reason of death, resignation, or otherwise may be filled by appointment by the Core Members Representative. The person so selected shall serve only for the remainder of the term of the person replaced.

**ARTICLE II
ELECTIONS
CORE MEMBERS REPRESENTATIVE AND
CORE MEMBERS REPRESENTATIVE-AT-LARGE**

Section 1:

The Core Members Representative and the Core Members Representative-at-Large shall be elected by the Core **and Supplier** Membership at its Annual Meeting, shall take office on the first day of the month of December following the date of election, and shall serve for a period of two years or until a successor takes office. Each Core **and Supplier** Member in good standing shall be entitled to one vote. The Core Members Representative and the Core Members Representative-at-Large shall be entitled to vote at the Association's Executive Committee Meetings on matters which directly affect the Core **and Supplier** Membership.

Section 2:

In order that the election may be facilitated, the President shall appoint a nominating committee of three Core **and/or Supplier** Members, not less than thirty (30) days preceding the election, who shall nominate from the Core Membership not less than one individual for the position of Core Members Representative and not less than one individual for the position of Core Members Representative-at-Large. Such nominations shall not preclude additional nominations from the floor by Core **and Supplier** Members in good standing

If a contest develops at the election, such contest shall be decided by a poll of written ballots, conducted by the Core Members Representative or his/her delegate.

Section 3:

A vacancy in the position of Core Members Representative or the Core Members Representative-at-Large which occurs by reason of death, resignation or otherwise may be filled by a majority vote of the CMMB. Such vote may be taken by mail ballot and the person so selected shall serve only for the remainder of the term of the person replaced.

**ARTICLE III
ANNUAL MEETINGS - CORE MEMBERSHIP**

The annual meeting of the Core and Supplier Membership shall take place during the same timeframe and at the same place as the Annual Meeting of the Governing Membership of the Association.

**ARTICLE IV
SPECIAL MEETINGS - CMMB**

Special meetings of the Core Membership Management Board may be held at such times and at such places as may be specified in the call for special meetings. Such calls for special meetings shall be made at the direction of the Core Members Representative.

**ARTICLE V
AMENDMENTS**

The Addendum to the By-Laws may be amended or repealed by a two-thirds vote of the Core and Supplier Members present at the Annual Meeting of the Association or at any special meeting called for that purpose, provided a sufficient number of Core and Supplier Members are in attendance to constitute a quorum. A quorum shall consist of twenty-five (25) percent of the Core and Supplier Membership. All proposed amendments shall be subject to legal clearance by the Association's General Counsel and shall be subject to veto by the Executive Committee. The President shall be furnished with a copy of any amendment at least sixty (60) days prior to its being submitted to the Core and Supplier Membership for approval.

Written notice shall be given at least thirty (30) days prior to the date of said meeting, setting forth in full such proposed amendment(s) to the Addendum to the By-Laws.

**ARTICLE VI
MAIL OR ELECTRONIC VOTING**

Whenever a question arises which, in the judgment of the CMMB, should be put to a vote of the Core and Supplier Membership, and when the CMMB deems it inexpedient to call a special meeting for that purpose, the CMMB may submit same to the Core and Supplier Membership in writing for a mail vote.

The matter in question shall be considered approved unless a negative vote consisting of no less than one-third of the Core ***and Supplier*** Members of record is received within sixty (60) days from the date of notice by mail. A copy of any such matter shall be furnished to the President of the Association thirty (30) days in advance of mailing to the Core ***and Supplier*** Members to assure consistency with the objectives and purposes of the Association.

The requirements for mail voting set forth in this Article may be discharged by electronic transmissions.

Any and all action taken pursuant to a majority mail vote of the Core ***and Supplier*** Membership shall be binding upon the Association in the same manner as though it were action taken at a duly called meeting of the Core ***and Supplier*** Membership.

IAM YOUNG PROFESSIONALS (IAM-YP)

BY-LAWS

of

International Association of Movers

IAM-YP MEMBERSHIP

(Amended September 15, 2011)

The objectives and purposes of the IAM Young Professionals (IAM-YP) Membership shall be to further the interests of the Association; to maintain high standards and quality of service in the industry; to follow the IAM Code of Ethics when dealing with all members; to disseminate information of general interest and benefit to the Membership; to make available through its committees, the IAM-YP Members Management Board (herewith called YPMB) and through its representative on the Executive Committee of the Association such information as may be of assistance in their consideration of the issues facing the industry and membership.

IAM-Young Professionals (IAM-YP) Membership shall be open to individuals who are employees of IAM Members and who are thirty-nine (39) years or under when they first join the group. If an IAM-YP turns 40, he/she will be permitted to remain in the group until the conclusion of the current fiscal year.

ARTICLE I

THE IAM-YP MEMBERSHIP BOARD

Section 1:

The authority of the IAM-YP Members shall be vested in the IAM-YP Chair and the YPMB. The YPMB shall consist of the IAM-YP Chair, IAM-YP Vice Chair, and one representative each for Africa;

Central, South America, and the Caribbean (including Mexico); Europe (including Russia); Eastern and Southeastern Asia; Middle East and Near Asia (including Western, Southern, and Central Asia); North America (including Canada and the State of Alaska); Oceania (encompassing Australia, New Zealand, and the Islands of the Pacific, including Guam, American Samoa, and the State of Hawaii).

When a question arises as to the “Region” in which a country belongs, the matter will be decided by the YPMB in consort with the Core Members Representative after consulting the United Nations Standards Country and Area (Regional) Codes (M49) and other material submitted for consideration.

Only an owner, part owner, officer, or designated employee of a firm, which is a Governing, Core, or Supplier Member in good standing, shall be eligible to serve on the IAM-YP Management Board and shall initially be appointed by the IAM-YP Chair. All IAM-YP Members in good standing, including those over thirty-five (35) years of age, are eligible for appointment as Regional Representatives to the IAM-YP Management Board. Each board member, except for the IAM-YP Chair and the IAM-YP Vice Chair, take office on the first day of the month of December following such appointment, and shall serve for one year or until a successor is duly appointed. The President of the Association shall be an ex-officio member of the YPMB, shall have notice of all meetings, and shall have the right to participate in such meetings and will have final approval on votes taken.

Section 2:

The IAM-YP Chair, IAM-YP Vice Chair and all other members of the YPMB shall serve without remuneration.

Section 3:

The IAM-YP Chair shall preside at meetings of the YPMB and the Annual IAM-YP Membership Meeting.

Section 4:

The YPMB members shall serve to aid, advise, and assist the IAM-YP Chair in the performance of his/her duties; shall represent, within their individual assignments, the IAM-YP Chair and Membership on all pertinent matters; and shall perform such other duties as the IAM-YP Chair may direct.

Section 5:

A vacancy in a regional representative position on the YPMB which occurs by reason of death, resignation, or otherwise, may be filled by appointment by the IAM-YP Chair with approval from the President of the Association. The person so selected shall serve only for the remainder of the term of the person replaced.

ARTICLE II
ELECTIONS
IAM-YP CHAIR AND IAM-YP VICE CHAIR

Section 1:

The IAM-YP Chair and IAM-YP Vice Chair shall be elected by the IAM-YP Membership via online voting held not less than forty five (45) days preceding the Annual Meeting with voting ending thirty (30) days after commencement. The IAM-YP Chair and Vice-Chair may be no older than *thirty-eight (38) years* of age when they assume their respective office. Should the Chair or Vice Chair turn *thirty-eight (38) years* of age while serving in office, they will be allowed to complete the full two-year term, but be precluded from seeking re-election. The IAM-YP Chair and IAM-YP Vice Chair shall take office on the first day of the month following the announcement of the election results at the IAM-YP Annual Meeting, and shall serve for a period of two years or until a successor takes office. Each IAM-YP member in good standing is entitled to vote. The IAM-YP Chair shall have a seat at the Association's Executive Committee Meetings but will have no voting rights.

Section 2:

If online voting is not possible for a member, a ballot received by mail/facsimile not more than thirty (30) days after the online vote begins will be counted.

Section 3:

In order that the election may be facilitated, the President or his/her delegate shall appoint a nominating committee of three IAM-YP Members, not less than thirty (30) days preceding the online election, who shall nominate from the IAM-YP Membership not less than one individual for the position of IAM-YP Chair and not less than one individual for IAM-YP Vice Chair. Such nominations shall not preclude additional write in nominations by IAM-YP members in good standing during the online voting process.

The voting results will be announced at the IAM-YP Annual Meeting.

Section 4:

A vacancy in the position of IAM-YP Chair or of the IAM-YP Vice Chair which occurs by reason of death, resignation, or otherwise may be filled by appointment by the YPMB with approval from President of the Association. Such vote may be taken online and the person so selected shall serve only for the remainder of the term of the person replaced.

ARTICLE III
ANNUAL MEETINGS - IAM-YP MEMBERSHIP

The annual meeting of the IAM-YP Membership shall take place during the same time frame and at the same location as the Annual Meeting of the Governing and Core Membership of the Association.

ARTICLE IV
AMENDMENTS

The addendum to the By-Laws may be amended or repealed by a two-thirds vote of the IAM-YP Members with the vote not to exceed a thirty (30) day period and will be announced at the Annual Meeting of the Association provided a sufficient number of IAM-YP Members vote to constitute a quorum; a quorum shall consist of twenty-five (25) percent of the IAM-YP Membership, and is subject to approval by the President and Governing Members of the Association. All proposed amendments shall be subject to legal clearance by the Association's General Counsel and shall be subject to veto by the Executive Committee. The President shall be furnished with a copy of any amendment at least sixty (60) days prior to its being submitted to the IAM-YP Membership for approval.

Written notice shall be given at least thirty (30) days prior to the date of vote, setting forth in full such proposed amendment(s) to the Addendum to the By-Laws.

ARTICLE V
ONLINE VOTE

Section 1:

Whenever a question arises, which, in the judgment of the YPMB should be put to a vote of the IAM-YP Membership, the YPMB may submit same to the IAM-YP Membership in writing or electronically for an online vote with approval from the President of the Association. The matter in question shall be considered approved unless a negative vote consisting of no less than one third of the IAM-YP Members of record is received in thirty (30) days from the date of notice by e-mail. A copy of any such matter shall be furnished to the President of the Association thirty (30) days in advance of e-mailing to the IAM-YP Members to assure consistency with the objectives and purposes of the Association.

Any and all action taken pursuant to a majority online vote of the IAM-YP Membership shall be binding upon the IAM-YP Membership subject to approval of the President of the Association. Online voting results shall be subject to legal clearance by the Association's General Counsel and shall be subject to veto by the Executive Committee. The President shall be furnished with a copy of proposed online voting issue(s) at least thirty (30) days before its being submitted to the IAM-YP Membership.

Section 2:

If online voting is not possible for a member, a ballot received by mail/facsimile not more than

thirty (30) days after the online vote will be counted.

CODE OF ETHICS

of the
International Association of Movers

Members shall acknowledge and respect the cultural similarities and differences among all Members.

Members shall conduct business in a responsible and professional manner.

Members shall deal fairly with all customers, Association Members, and other business entities.

Members shall adhere to a policy of honesty and integrity in accordance with generally accepted principles of professional conduct.

Members shall be forthright and truthful in their professional communications.

Members shall abide by all lawful agreements to which they are a party, including agreements with customers, the Association, and Association Members.

Members shall pay their just obligations.

Members shall strive to comply with all applicable laws and governmental regulations.

A Member shall not compete unfairly with other Members.

Members shall refrain from engaging in any activity which discredits the Association or any of its Members.