

BYLAWS OF UNION CEMETERY OF UNION, IOWA

ARTICLE 1 OFFICES

Section 1. Corporation **Offices**. The principal office of the corporation in the State of Iowa shall be located at City Hall, 308 Center Street, Union, Iowa 50258. The corporation may have such other offices, as the Board of Directors may designate. The registered office of the corporation required by the Iowa Non--Profit Corporation Act to be maintained in the State of Iowa, may be, but need not be, identical with the principal office in the State of Iowa, and the address of the registered office may be changed from time to time by the Board of Directors.

ARTICLE 11 MEMBERS.

Section 1. **Members**. Anyone who owns a lot, or their families.

ARTICLE 111 BOARD OF DIRECTORS.

Section 1 **General Powers**. The business and affairs of the corporation shall be managed by its Board of Directors. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

Section 2. **Annual Meeting**. The regular annual meeting of the directors and members of this corporation shall be held at 7 PM on the third Thursday of April, and in each succeeding year, or in the event such day is a legal holiday in Union, Iowa, the first following secular day. Notice of the regular annual meeting of the directors and members shall be published in the local news paper and given by written notice mailed at Union, Iowa by ordinary mail to each recorded interested person, not less than 10 days prior to the date fixed for such meeting. Except as otherwise required by the Articles of Incorporation or by the laws of the State of Iowa, notice of the regular annual meeting of the directors need only state the time and place of the annual meeting and need not state the business which may be transacted thereat and any business may be transacted which is within the power of a meeting of the directors.

Section 3. **Quorum**. A majority of the number of directors who have been elected and have qualified shall constitute a quorum for the transaction of business. Every decision of a majority of the persons duly assembled as a board of directors with a quorum present shall be valid as a corporate act and, if less than a quorum be present at any meeting, those present may adjourn from time to time and fix dates until a quorum shall be present. The directors present at a properly called meeting may continue to transact business until adjournment, notwithstanding the withdrawal of enough directors to leave less than a quorum.

Section 4 **Election and term**. The Board of directors shall consist of the seven people: the President, Vice President, Treasurer, Secretary, and three Directors who shall be elected by the members at their annual meeting for a term of two years and until their successors are duly elected and have qualified. At each annual meeting the directors shall determine the total number of directors, not less than five and not more than seven, for the forthcoming year. They shall elect directors equal to that number less the number of directors whose terms do not expire at that annual meeting, Directors may succeed themselves.

Section 5. **Regular Meetings**. The Union Cemetery shall have a minimum of two each year. The Board of Directors may provide, by resolution, the time and place for the holding of additional regular meetings without other notice

than such resolution.

Section 6. **Special Meetings.** Special meetings of the Board of Directors may be called by or at the request of the President or any two directors. The person or persons authorized to call special meetings of the Board of Directors may fix the place and time for holding any special meeting of the Board of Directors.

Section 7. **Notice.** Notice of any special meeting shall be given at least three days previously thereto by written notice delivered personally or mailed to each director at his or her address. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed with postage prepaid. Any director may waive notice of any meeting. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice.

Section 8. **Manner of Action.** The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

Section 9. **Action without a meeting.** Any action required or permitted to be taken by the Board of Directors at a meeting may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all the directors.

Section 10. **Vacancies.** Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining directors though less than a quorum of the Board of Directors. A director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office. A directorship to be filled by reason of an increase in the number of directors shall be filled by election at an annual meeting or at a special meeting of the Board of Directors called for that purpose.

Section 11. **Compensation.** The directors will receive no compensation, but may be reimbursed for out-of pocket expenses if approved by a majority of the directors.

Section 12. **Presumption of Assent.** A director of the corporation who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his dissent shall be entered in the minutes of the meeting or unless he shall file his written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the secretary of the corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a director who voted in favor of such action.

ARTICLE IV OFFICERS

Section 1. **Officers.** The officers of the corporation shall be a president, a vice-president, a secretary and a treasurer. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Board of Directors.

Section 2. **Election and Term of Office.** The officers of the corporation shall be elected by the members at the regular annual meeting. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Each officer shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner hereinafter

provided.

Section 3. **Removal.** Any officer or agent elected or appointed by the Board of Directors or members may be removed by the Board of Directors whenever in its judgment the best interests of the corporation would be served.

Section 4. **Vacancies.** A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

Section 5. **President.** The president shall be the principal executive officer of the corporation and shall in general supervise and control all the business and affairs of the corporation in accordance with the Rules, Resolution and Policies of the Cemetery. He or she shall preside at all meetings of the Board of Directors. He or she may sign, with the Secretary or any other proper officer of the corporation authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these by-laws or by statute to some other officer or agent of the corporation; and in general he or she shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Section 6. **Vice President.** In the absence of the President or in the event of his inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

Section 7. **Secretary.** The Secretary shall keep the minutes of all meetings of the Board of Directors. He or she shall have charge of the Foundation's books and records. He or she shall give and serve all notices to the directors, except that notice for special meetings of directors called at the request of two directors, as provided in Section 5 of Article III of these by-laws. In general, he or she shall perform all the duties incident to his office.

Section 8. **Treasurer.** If required by the Board of Directors, the treasurer shall give a bond for the faithful discharge of his duties in such sums and with such surety or sureties as the Board of Directors shall determine. The treasurer shall have the care and custody of and be responsible for all the funds, securities, evidences of indebtedness and other valuable documents of the Association, and deposit all such funds in the name of the Association in such banks, or trust companies, or other depositories, or in such safe deposit vaults as the Board of Directors may designate. The treasurer shall sign, make and endorse in the name of the Union Cemetery Association all checks, notes, drafts, bills of exchange, acceptances and other instruments for the payment of money, and pay out and dispose of same and receipt therefore, under the direction of the President or the condition of the finances of the Association at each regular meeting of the Board of Directors and at such other times as shall be required of him or her. In general, he or she shall perform all the duties incident to his or her office

Section 9. **Assistants and Acting Officers.** The Board of Directors shall have the power to appoint any person to act as assistant to any officer, or to perform the duties of such officer to act personally, and such assistant or acting officer so appointed by the Board of Directors shall have the power to perform all the duties of the office to which he is so appointed to be assistant, or as to which he is so appointed to act, except as such power may otherwise defined or restricted by the Board of Directors.

ARTICLE V. COMMITTEES

Section 1. **Committees.** Committees not having and exercising the authority of the Board of Directors in the management of the corporation may be appointed in such manner as may be designated by a resolution adopted by a majority of the Directors present at a meeting at which a quorum is present.

ARTICLE VI. CONTRACTS, CHECKS, DEPOSITS, AND FUNDS

Section 1. **Checks, Drafts, etc.** All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation, shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer and countersigned by the President.

Section 2. **Deposits.** All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Board of Directors may select.

Section 3. **Gifts.** The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the corporation. The Board of Directors may accept donations which restrict their uses and purposes and which limit the time, manner, amount, or other terms of distribution, provided such restrictions are within the purposes set forth in the Articles of Incorporation.

ARTICLE VII FISCAL YEAR

Section 1. **Fiscal Year.** The fiscal year of the corporation shall begin on the first day of January and end on the 31st day of December of each year.

ARTICLE VIII AMENDMENTS TO BY-LAWS

Section 1. **Amendments to By-laws.** These by-laws may be altered, amended or repealed or new By-laws may be adopted at any meeting of the Board of Directors, if at least six day's written notice is given of intention to alter, amend or repeal or to adopt new by-laws at such meeting. The Bylaws, Rules and Policies shall be updated at least every five years.

RULES, REGULATIONS AND POLICIES

DEFINITION OF TERMS

A "full lot" in the New part of the Cemetery is the space that will hold four standard vaults. A "half lot" is the space that will hold 2 standard vaults. A "full lot" in the Old part of the Cemetery is the space that will hold eight standard vaults.

The terms "lot," "plot," and "burial space" shall be used interchangeably and shall apply with like effect to one or more than one adjoining graves.

The term "interment" shall mean the permanent disposition of the remains of a deceased person by cremation and interment, or burial.

The term "memorial" shall include a monument, marker, tablet, or headstone for family or individual use.

The term "Board" shall mean the Union Cemetery Association Board of Trustees.

The term "Cemetery" shall mean the Union Cemetery, as governed by the Union Cemetery Board of Trustees.

POLICIES AND RULES

1. All interments, disinterment and removals must be made at the time and in the manner and subject to such charges as fixed by the Board.
2. Every earth interment shall be made enclosed in an outer container or receptacle.
3. Not more than one body, or the remains of more than one body, shall be interred in one grave or vault, except by written consent of the Board, and provided proper identification is made of such interment or interments on one regulation memorial or marker. A maximum of four cremains may be placed in one plot.
4. Family members may open a grave for cremains only with the permission of the Board of Directors.
5. All grading, landscaping and improvements of any kind, and all care on plots shall be done, and all trees and shrubs and herbage of any kind shall be planted, trimmed, cut or removed, and all openings and closing of plots, and all interments, disinterments and removals shall be made only by direction of the Board.
6. Improvements or alterations of individual property in the Cemetery shall be under the direction of and subject to the consent, satisfaction and approval of the Board and, should they be made without its written consent, the Board shall have the right to remove, alter or change such improvements or alterations at the expense of the lot owner, or, in any event, at any time, if in the judgment of the Board, they become unsightly to the eye. If any trees or shrubs situated on any lot, shall, by means of their roots or branches, become detrimental to the adjacent lots or avenues, or unsightly or inconvenient for visitors, the Board shall have the right to enter the said lot and remove said trees or shrubs or such parts thereof as they shall determine to be detrimental, unsightly or inconvenient.

DECORATION OF PLOTS

7. The Board shall have the authority to remove all floral design, flowers, weeds, trees, shrubs, plants, or herbage of any kind, from the cemetery, as soon as, in its collective judgment, they become unsightly, dangerous, detrimental, or diseased, or when they do not conform to the standards commonly maintained by the rest of the cemetery. The Board shall not be liable for floral pieces, baskets, or frames in which or to which such floral pieces are attached, beyond the acceptance of such floral pieces for funeral service held in the cemetery. The Board shall not be liable for lost, misplaced, or broken flower vases. The Board shall not be responsible for frozen plants or herbage of any kind, or for plantings damaged by the elements, thieves, vandals, or by caused beyond its control. The Board reserves the right to prevent the removal of any flowers, floral designs, trees, shrubs or plants, or herbage of any *kind* unless the Board gives *its* written consent.
8. The following items are specifically prohibited, and if so placed, the Board reserves the right to remove same: shrubs on lots without monuments and marble chips around monuments or markers.
9. The throwing of rubbish on the drives and paths, or on any part of the grounds, or in the buildings is prohibited.
10. No automobile, vehicle or animal shall be driven across or upon any grave, lot or lawn nor parked or left thereon. It is prohibited to park or leave any automobile or vehicle on any road or driveway within the cemetery at such location or in such a position as to prevent any other car or vehicle from passing the same, and if so parked or left,

such car or vehicle will be removed.

11. The use of the cemetery as a thoroughfare is prohibited and commercial or business vehicles are permitted to enter only by permission from the Board.

12. No bicycles, motorcycles, all terrain vehicles or snowmobiles shall be admitted to the cemetery except while participating in an interment.

13. Solicitations of the sale of any commodity, is positively prohibited within the confines of the cemetery.

14. No firearms shall be permitted within the cemetery except at military funerals or Memorial Day programs or by special written permit from the Board.

15. No signs or notices or advertisements of any kind shall be allowed in the cemetery unless placed by the Board.

16. It is the utmost importance that there should be strict observance of all proprieties of the cemetery, whether embraced in these rules or not, as no improprieties shall be allowed and the Board shall have power to prevent improper assemblages or actions.

17. The Board is hereby empowered to enforce all Rules and Regulations, and to exclude from the cemetery any person violating the same, and the Board shall have charge of the grounds and buildings, and, at all time, shall have supervision and control of all persons within the cemetery, including the conduct of funerals, traffic and employees. To protect and promote the best interest of the cemetery, the Board is authorized to make temporary additional rules, which are not covered by these Rules and Regulations.

18. No planting of shrubs near the driveways around the cemetery will not be allowed without the approval of the Cemetery Board

PROTECTION FROM LOSS OR DAMAGE

19. Union Cemetery Association shall take reasonable precautions to protect plot owners, within the cemetery, from loss or damage; but it distinctly disclaims all responsibility for loss or damage from causes beyond its reasonable control, and, especially, from damage caused by the elements, an act of God, common enemy, thieves, vandals, strikers, malicious mischief makers, explosions, unavoidable accidents, invasions, insurrections, riots, or order of any military or civil authority, whether the damage be direct or collateral, other than as herein provided.

ADDRESS CHANGE OF PLOT OWNERS

20. It is requested that the plot owner notify the Board of any change in his/her post office address. Notice sent to the plot owner at the last address on file in the office of the cemetery shall be considered sufficient and proper legal notification.

THE CARE OF PLOTS

21. The term "perpetual care" used in reference to plots, shall be held to mean the cutting of the grass upon said plots at reasonable intervals, the making and cleaning of the plots, the pruning of the shrubs and trees that may be placed by the Board; meaning and intending the general preservation of the plots, and the grounds, walks, roadways, boundaries, and structures, to the end that said grounds shall remain and be reasonably cared for as cemetery grounds forever, but in no case does the Union Cemetery Association assume responsibility for work on any particular

plot involving the expenditure in anyone year of an amount greater than would be received if all the funds deposited for the perpetual care of that plot were invested at the same rate of interest as that received from all of the invested funds of the Cemetery for that year.

22. The term "perpetual care," unless otherwise provided in the agreement, shall in no case be construed as meaning the maintenance, repair or replacement of any memorial erected upon lots; nor the doing of any special or unusual work in the cemetery, including work caused by impoverishment of the soil; nor does it mean the reconstruction of any stone, bronze or concrete work on any section or plot, or any portion or portions thereof in the cemetery, necessitated by the elements, an act of God, common enemy, thieves, vandals, strikers, malicious mischief makers, explosions, unavoidable accidents, invasions, insurrections, riots, or order of any military or civil authority, whether the damage be direct or collateral, other than as herein provided.

23. It is understood and agreed between the purchaser and the Board that all of said funds may be deposited with other of like character and intent to the end that the income from such accumulated general fund shall be used in the general improvement and perpetual care as above defined; but in no case shall their deposit be construed as a contract to care for any individual property or space other than as above defined, except special care agreements duly executed and on file at the cemetery office.

24. The income from the perpetual care fund shall be expended by the Board in such manner as will, in its judgment, be most advantageous to the property owners as a whole, and in accordance with the purposes and provisions of the laws of the State applicable to the expenditure of such funds. The Board is hereby given the full power and authority to determine upon what property, for what purpose and in what manner the income from said fund shall be expended, and it shall expend said income in such a manner as it in its sole judgment, may deem advisable for the care, reconstruction, repair and maintenance of all or any portion of the cemetery grounds or for any purpose necessary in the execution of its duties.

25. The amount of said perpetual care funds to be collected from the purchasers of cemetery ground plots shall be such sum as may be determined by the Board.

SPECIAL CASES

26. The Board may, and it hereby expressly reserves the right, at any time or times, to adopt new rules and regulations, or to amend, alter or repeal any rule, regulation or article, section, paragraph or sentence in these Rules and Regulations. All rules formerly adopted which are contrary to these Rules and Regulations are hereby repealed and declared to be no longer effective.

WORK IN THE CEMETERY

27. Letter cutters, persons or firms who engage in the business of cleaning monuments (not connected with established retail dealers already on the approved list of Dealers), and all other persons or firms; must procure a permit from the "Board or official of the cemetery before any work in the cemetery is commenced. In order to secure such a permit it shall be necessary for the person or firm to submit satisfactory evidence of their ability to perform the work for which they have been engaged.

28. Workmen engaged in placing or erecting monuments and other structures, or grinding materials, shall operate as independent contractors, but must do so under permission from the Board and must be under the general supervision of the cemetery.

29. Persons engaged in erecting monuments, or other structures are prohibited from attaching ropes to monuments, trees and shrubs, or from scattering their material over adjoining lots, or from blocking avenues or pathways, or from leaving material on the grounds longer than is absolutely necessary. They must do as little injury to the grass, trees and shrubs as possible, and must remove all debris and restore the ground and sod to its original condition.

30. Damage done to lots, walks, drives, trees shrubs or other property, by dealers or contractors, or their agents may be repaired by the Board and the cost of such repair shall be charged to the dealer or contractor or to his principal.

31. While a funeral or interment is being conducted nearby, all work of any description shall cease.

32. Approaching the bereaved and soliciting memorial business within the cemetery is not permitted.

33. Memorial dealers shall abide by all rules of the cemetery

MONUMENTS AND MARKERS

34. No lot owner shall erect or place, or cause to be erected or placed, on any lot in the cemetery, any memorial in respect of which the Directors disapprove.

35. The maximum size of a memorial is governed by the size of the lot on which it is to be placed.

36. The bottom beds of the bases must be cut level and true and set in cement mortar to allow every part to be in contact with the foundation without the use of underpinning.

37. While the Cemetery will exercise all possible care to protect the memorial, or other structure on any lot, and the raised lettering, carving or ornaments on such memorial, or other structure, it disclaims responsibility for any damage or injury thereto.

38. No coping, curbing, fencing, hedging, grave mound borders, or enclosures of any kind shall be allowed around any lot; and no walks of brick, cinders, tile, stone, terracotta, sand, cement, gravel or wood shall be allowed on any lot. The Board reserves the right to remove the same if so erected, planted or placed.

39. The Board reserves the right to stop all work of any nature whenever, in its opinion, proper preparations have not been made, or when tools and machinery are insufficient or defective, or when work is being executed in such a manner as to threaten life or property, or when the monument dealer has been guilty of misrepresentation, or when any work *is* not being executed according to specifications, or when any person employed on the work violates any rules of the cemetery.

40. The completed work is subject to the approval of the Board, and, if unsatisfactory, it may be removed by the Board.

41. The name of inscription on each monument, vault, or marker, must correspond with the name and record in the office of the secretary, and no changes shall be made thereon except upon request of the proper parties and by permission of the Board.