

**CONSTITUTION  
OF THE  
INSTITUTE OF IOWA CERTIFIED ASSESSORS**

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# CONSTITUTION OF THE INSTITUTE OF IOWA CERTIFIED ASSESSORS

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## ARTICLE 1 Name, Mission and Commitments

### Section 1. NAME

The name of the corporation shall be the Institute of Iowa Certified Assessors. It may be abbreviated by the initials IICA. The Corporation shall commence on the day of the issuance of the Certificate of Incorporation by the Secretary of State of Iowa and shall have perpetual existence, unless sooner dissolved in a manner provided by law.

### Section 2. MISSION

This Corporation is formed for the purpose of promoting innovation and excellence in property appraisal through education and professional development.

### Section 3. COMMITMENTS

The commitments of the institute shall be:

1. Establish and maintain standards of performance for members.
2. Provide educational programs in assessment for those wishing to qualify for this profession.
3. Attaining recognition by other governmental authorities for the assessment profession and the professional qualifications prerequisite for appointment to the Office of Assessor.
4. Promote the exchange of ideas and experience among members.
5. Gain for members of the Institute recognition as qualified, objective and unbiased assessment professionals.
6. To award a professional designation to members of the Institute of Iowa Certified Assessors.

### Section 4. SCOPE

The scope of the Institute shall be:

1. The Institute is established for all phases of government activity relating to the principals and practices of assessment of real and personal property and includes the assessment, review, equalization, and legal functions.
2. The Institute shall promote research and development in all phases of ad valorem tax work, cooperate with other assessing and appraisal associations, and with related government organizations and professions and interests. The goal of which shall be to approve and adopt reports of its committees or members toward setting standards,

- codes, or recommended practices and establish disciplinary measures to its members in relation to these guidelines.
3. The Institute shall do everything necessary, suitable, and proper for the attainment of any of the objects hereinbefore set forth as permitted by the laws of the State of Iowa.
  4. The Institute is organized as a non-profit corporation and none of its assets or income shall inure to the benefit or be distributed to any of the members as dividends or on dissolution.

## **ARTICLE 2**

### **Membership**

#### **Section 1. REGULAR MEMBERS**

Persons eligible for regular membership shall include:

1. All persons designated as an Iowa Certified Assessor who has maintained certification as delineated in the Association Bylaws.
2. ICA designees 65 years of age or retired from the assessment field.
3. Eligibility requirements and procedures shall be determined in the Bylaws.

#### **Section 2. CANDIDATE MEMBERS**

Persons eligible for candidate membership shall include:

1. All persons who have completed and filed an application to obtain the designation of Iowa Certified Assessor from this organization with the secretary/treasurer and have been approved by the Board of Directors.
2. Eligibility requirements and procedures shall be determined in the Bylaws.

#### **Section 3. VOTING RIGHTS**

Only regular members shall have the right to vote on issues brought forth at the annual business meeting: For officers of the Institute, on constitutional amendments, and on any other matters affecting the organization or operation of the Institute.

#### **Section 4. DUES**

The Board of Directors shall establish annual dues to be imposed on regular members. All dues shall be payable in advance. Members may be suspended for non-payment of dues.

#### **Section 5. SUSPENSION AND EXPULSION**

Violation of the Institute's Code of Ethics may subject a member to suspension or expulsion from membership in accordance with rules and regulations adopted by the Board of Directors and the Institute Bylaws. The Ethics Committee shall investigate allegations of such violations in accordance with procedural rules for that committee.

## **ARTICLE 3**

### **Board of Directors**

#### **Section 1. GOVERNING BODY**

The governing body of the Institute shall be the Board of Directors, which shall have power to pass any resolution it may deem necessary to accomplish the purposes of the Institute and which is not in conflict with any of the provisions of this Constitution.

#### **Section 2. BOARD OF DIRECTORS**

The members of the Executive Board shall consist of:

1. The president, elected to a three year term.
2. The vice-president elected to a three year term coinciding with the term of the president.
3. The secretary/treasurer elected to a three year term.
4. Three directors elected to a three year term.
5. Designee of the Iowa Department of Revenue.

The selection of directors shall be in accordance with the process and procedures specified in the Bylaws.

#### **Section 3. VACANCY**

Vacancies in the membership of the Board of Directors caused by death, resignation, or removal from office shall be filled by the Board of Directors according to the procedures outlined in the Bylaws.

#### **Section 4. QUORUM**

For the purpose of transacting official business, a quorum shall consist of not less than fifty percent of the total Board of Director members.

## **ARTICLE 4**

### **Duties of the Officers**

#### **Section 1. PRESIDENT**

The president shall have a general charge and supervision of the affairs of the Institute, shall serve as chairperson of the Board of Directors, and will perform other duties assigned to the president by the Board of Directors. The president may sign and execute all authorized instruments on behalf of the Institute. The president, as chairperson, shall not be precluded from the right to vote on any matter to come before the Board.

#### **Section 2. VICE-PRESIDENT**

The vice-president shall exercise all the powers and duties of the president during the president's absence or inability to act and shall perform such other duties as may be assigned by the Board of Directors.

Section 3. SECRETARY-TREASURER

The secretary-treasurer shall attend and keep minutes of all meetings of Institute membership and meetings of Board of Directors and is also responsible for all financial records. As well, this office shall perform other duties as assigned by the Board of Directors.

**ARTICLE 5**  
**Funds**

Section 1. CREATION

Funds of the Institute shall consist of a general operating fund and any other funds provided by the Board of Directors in accordance with the Bylaws.

Section 2. OPERATION

It shall be the duty of the Board of Directors to prescribe a method of handling the operation and control of the funds of the Institute.

Section 3. BONDS

Any officer, agent, or employee of the Institute designated by the Board of Directors by bylaw shall furnish bond in such amount and with such sureties as designated. The cost of such bonds shall be paid by the Institute.

**ARTICLE 6**  
**Acts**

Section 1. ACTS OF BOARD OF DIRECTORS

An act of the Board of Directors which received the expressed or implied sanction of the membership, shall be deemed to be an act of the Institute and cannot be impeached by any member or group of members.

Section 2. GOOD FAITH

The members of the Board of Directors, when acting in good faith in their official capacities as Officers of the Institute, shall not be held responsible by the Institute for any liability to any third person resulting from such acts.

**ARTICLE 7**  
**Committees**

Section 1. CREATION

The Board of Directors shall establish by bylaw such standing and special committees as necessary to carry out the objectives of the Institute.

Section 2. MEMBERS

The president shall appoint and direct such committees as are necessary to insure the proper functioning of the Institute except as otherwise provided in the Bylaws.

## **ARTICLE 8 Meetings**

### **Section 1. ANNUAL MEETING**

The Annual meeting of the Institute shall be held between September 1 and November 1 each year. Notice of time and place shall be determined by the Directors, and its time and place may coincide with the annual convention of the Iowa State Association of Assessors.

### **Section 2. SPECIAL MEETINGS**

Special meetings of the Board of Directors shall be held on the call of the president or upon request, in writing, by three members of the Board of Directors.

## **ARTICLE 9 Amendments to this Constitution**

### **Section 1. BY RESOLUTION**

By resolution adopted by a vote of two-thirds of the entire Board of Directors.

### **Section 2. BY PETITION**

By petition signed by no less than 10% of the voting members in good standing and presented at the annual meeting. However, 30 days prior to such meeting, notice in writing of such proposed amendments shall first be given to the Board of Directors.

### **Section 3. RATIFICATION**

Amendments proposed by the Board, or by a majority of the Institute membership, shall become effective as an amendment to this constitution when approved by two-thirds vote of the regular members present at the annual meeting, provided that members have been notified of the proposed changes by regular mail at least 30 days prior to the regular annual meeting.

## **ARTICLE 10 Miscellaneous Provisions**

### **Section 1. DISSOLUTION**

Upon dissolution of the Corporation, all assets will pass to some similar organization with its income exempt from taxation under the provisions of the Internal Revenue Code and being a non-profit corporation.

### **Section 2. SAVING CLAUSE**

If any provision of this Constitution is declared invalid or unconstitutional, all other provisions thereof shall remain in full force and effect until amended or repealed through appropriate action.

**Section 3. EFFECTIVE DATE**

The provisions of this Constitution as amended will become effective on September 29, 2013, provided that prior ratification by the members has occurred.

**Section 4. POLITICAL ACTIVITY**

The Institute shall not engage in any political activity for or against any candidate for any public office.