

Restated Articles of Incorporation

Idaho Association of Assessment Personnel, Inc. An Idaho Nonprofit Corporation

The following amended articles were adopted through a majority vote of the quorum of members present at a regular meeting held July 31, 1989 in Boise, Idaho.

Amended Article I.

The name of this corporation shall be Idaho Association of Assessment Personnel, Inc.

Article II.

The principal office and place of business of the corporation is Boise, Idaho

Article III.

The existence of this corporation shall be perpetual.

Article IV.

This corporation is formed pursuant to the provisions and authority of title 30, chapter 3, of the Idaho Code. It is not the intent of the corporation to issue any capital stock but instead become members of this corporation.

Article V.

Because the appraisal and assessment of property for taxation require such a high level of professional competence the object and purpose for which this corporation is formed is to institute a program designed to raise the professional standards of assessing personnel of the State of Idaho. Pecuniary gain or profit shall not be the object of this corporation.

Amended Article VI.

The purpose of this organization is to benefit and enhance the evaluation and appraisal process of each assessing jurisdiction across the State of Idaho. To strive toward better communication between Assessors, Appraisers and the State Tax Commission. To support education and seek practical answers to common appraisal problems. To address existing and forthcoming legislation and keep members aware of new laws and their impact. To advance the concept of excellence and equity in the Ad-Valorem appraisal process.

Amended Article VII.

Section 1. Except as otherwise provided in the Article of Incorporation, and by the laws of the State of Idaho, all authority and power with respect to the Corporation shall be vested in the members.

Section 2. The annual meeting of the members of the Corporation shall be held, commencing with the year 1989, of each calendar year at the annual meeting of the appraisal school, unless otherwise indicated by the Board of Directors. At this meeting, the Board of Directors shall present their annual reports and such other business relating to the Corporation may be transacted as shall come properly before the meeting. The Treasurer shall be elected from the qualified members at this annual meeting.

Section 3. At each annual meeting, each member shall be entitled to one vote. Membership fees or dues must be paid in full before such person is qualified to vote.

Section 4. A written or printed notice of every regular or special meeting of members stating the time and place of the meeting shall be prepared and mailed by the Secretary, postage prepaid, to the last known address of each member at least ten (10) days before the date of such meeting.

Amended Article VIII.

Section 1. The management of all affairs, property and interests of the corporation shall be vested in the Board of Directors which shall be composed of the Officers of the Corporation as set forth in Section 1, Article IX. The Board shall have all power and authority conferred by law, and the articles of incorporation including amendments thereto and the Board is given power to do all lawful acts and things in furtherance of the purpose of the Corporation.

Section 2. The officers serving as members of the Board of Directors shall receive no salary, but shall be paid their expenses, actually and necessarily incurred, in behalf of the Corporation, whether in attendance at meetings or otherwise. Expenses in excess of \$50.00 must be approved by the Board of Directors.

Section 3. Notice of regular and special meetings of the Board of Directors shall be given by the Secretary by mailing notice thereof to each Board member's last known address, postage prepaid, at least ten (10) days before the time fixed for such meeting, and notice giving the time, place and objects thereof.

Section 4. The Board may appoint such chairpersons, agents or committees as it may deem necessary and expedient in the handling of the Corporation affairs, to hold office during the pleasure of the Board, and to have such authority and perform such duties as shall be prescribed from time to time.

Amended Article IX.

Section 1. The officers of the Corporation shall be the immediate Past President, a President, a Vice President, a Secretary, and a Treasurer, each to follow in succession of office. Each to serve a two (2) year term (rev 07-2015). One Director at Large, appointed by the Board of Directors. This Director to be selected from member Assessors or State Tax Commission Employees.

Section 2. Past President: The Past President shall serve as an advisor to the Board of Directors.

Section 3. President: The President shall preside at all meetings of the Board of Directors. He or she shall under the general supervision of the Board, have supervision of all affairs of the Corporation. He or she shall, except otherwise directed by the Board sign or countersign as may be necessary, all bills, checks and other instruments as may pertain to the ordinary course of the Corporation business. He or she shall perform such other duties as may properly be required of him or her by the Board.

Section 4. Vice President: The Vice-President shall possess all of the powers and perform all the duties of the President in the event of absence or inability on the part of the President to act.

Section 5. Secretary and Treasurer (rev 07-2015): The Secretary shall: (1) Keep full minutes of all meetings of members and Board of Directors; (2) Give notice of meetings of members, and Board of Directors in accordance with the provisions of these bylaws; (4) May be required to countersign disbursements; (5) Collect or deposit dues and transmit pertinent records to the treasurer; (6) Be custodian of the Corporation Articles of Incorporation and bylaws.

The Treasurer shall: (1) Have custody of and be responsible for all monies and securities of the Corporation; (2) Keep a full and accurate record of accounts in books belonging to the Corporation showing the transactions of the Corporation; its accounts, liabilities financial conditions; (3) Deposit in the name of the Corporation all monies and other forms of negotiable receipts that may come into his or her hand for the Corporation's account, in such depository or depositories; (4) Disburse the funds of the Corporation in payment of just demands against the corporation or in accordance with general or special directions of the Board of Directors making proper vouchers for such disbursements, such disbursements shall require two signatures of President and Treasurer or Secretary; (5) He or she shall submit a full report of the financial condition of the Corporation to the annual meeting of the members, and generally, shall perform all duties incident to the position of Treasurer; (6) Pay all Corporate fees each year to the State of Idaho.

Section 6. Director at Large: (1) The Director at Large shall be an Assessor or an employee of the State Tax Commission. (2) He or she shall represent the organization at the Assessor's Association meetings; (3) He or she shall serve as advisor to the various chairpersons.

Amended Article X.

Section 1. Membership in the Corporation shall be as follows: Assessors and assessing personnel engaged for the purpose of evaluating property for taxation, employees of the State Tax Commission, or elected county officials or their agents, involved in Ad Valorem taxation.

Section 2. Monies necessary for the payment of the Corporate indebtedness for carrying on the business of the Corporation or for any other purpose which the Board believes to be the best interest of the Corporation, shall be raised by membership dues or fees from time to time. These membership dues or fees shall be set by the Board of Directors in conformity with the laws of the State of Idaho. Dues will be payable to the Secretary, who will deposit these funds and transmit pertinent records to the Treasurer.

Section 3. The Corporation shall have a Code of Ethics. The corporation shall adopt the “IAAO Code of Ethics.”

Section 4. Any member that has been charged with misconduct or violation of the Code of Ethics shall be entitled to a hearing before the Board of Directors of this Corporation. Notice of said hearing shall be given to the member so charged (15) days prior to such hearing. The member who is found guilty of the charges at this hearing shall have their name removed from the membership rolls, and all certificates and emblems so conferred shall be returned upon request of the Board of Directors of this Corporation.

Article XI.

The rules of parliamentary procedure as laid down or stated in “Roberts Rules of Order” shall govern all meetings of the Corporation.

Amended Article XII.

All books and papers of the Corporation in the hands of any Officer of the Corporation shall be subject to inspection by the Board of Directors or any other member of the Corporation during the regular hours of business or any weekday or while the Board of Directors or members are having a regular or special meeting.

Article XIII.

The Articles may be altered, amended, or repealed or replaced by bylaws that may be adopted at any regular or special meeting of the members after proper notice thereof has been given as required by the laws of Idaho, by affirmative vote of the members, which vote meets the minimum requirements of section 30-3-56, of Idaho Code, as it may be amended.