

IOWA MUNICIPAL FINANCE OFFICERS ASSOCIATION  
78<sup>TH</sup> ANNUAL MEETING  
APRIL 21, 2017  
HOLIDAY INN DES MOINES AIRPORT

Upon determining that a quorum was present, President Daisy Huffman called the 78th Annual Meeting of the Iowa Municipal Finance Officers Association meeting to order at 10:38 a.m.

Lori Martin moved, Mary Bolton seconded, to waive the reading of the April 22, 2016 minutes and approve as posted on Clerknet. Motion carried.

Kay Cmelik moved, Linda Gaul seconded, to approve the FY17 financial report as posted on Clerknet. Motion carried.

Angie Winquist moved, Nancy Earles seconded to approve the FY18 budget as posted on Clerknet. Motion carried.

Kevin Jacobson reported on behalf of the Audit Committee and stated that the financial records for the past year were found to be in order.

Erin Learn read the following resolution:

RESOLUTION OF APPRECIATION

WHEREAS, it is the commitment of the Iowa Municipal Finance Officers Association to ensure a continuous educational commitment to establish and maintain competent administration for city government in Iowa, and,

WHEREAS, D.A. Davidson & Co. and Civic Systems, LLC also share in this commitment by sponsoring educational scholarships to deserving members to attend the Annual IIMC Conference to help ensure this commitment.

NOW, THEREFORE, LET IT BE RESOLVED BY THE MEMBERSHIP OF THE IOWA MUNICIPAL FINANCE OFFICERS ASSOCIATION that the sincere appreciation for the funding of these educational scholarships be expressed to D.A. Davidson & Co. and Civic Systems, LLC.

PASSED AND APPROVED this 21<sup>st</sup> day of April, 2017.

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Daisy Huffman, President

ATTEST:

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Deb Wheatley Field, Secretary/Treasurer

Kris Thompson moved, Linda Gaul seconded, to adopt said resolution. Motion carried.

Kelly Groskurth read the following resolution:

#### RESOLUTION OF APPRECIATION

WHEREAS, it is the occasion of the 78th Annual Meeting of the Iowa Municipal Finance Officers Association; and

WHEREAS, a program of instruction and information has been presented to members in accordance with the objectives of the Association; and

WHEREAS, the attendance at this meeting attests to the members' interest in city finance and matters related thereto; and

WHEREAS, the Holiday Inn Des Moines Airport has shown the members of the organization excellent accommodations and has created an atmosphere conducive to both the learning and fellowship of the event.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE IOWA MUNICIPAL FINANCE OFFICERS ASSOCIATION that the sincere appreciation for a successful meeting be expressed to the Board of Directors, Officers, Program Participants, Host Representatives, and Staff of the Holiday Inn Des Moines Airport.

PASSED AND APPROVED this 21<sup>st</sup> day of April, 2017.

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Daisy Huffman, President

ATTEST:

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Deb Wheatley Field, Secretary/Treasurer

Mary Poort moved, Sheri Sharer, seconded to adopt said resolution. Motion carried.

Kris Vipond read the following resolution:

#### RESOLUTION OF APPRECIATION

WHEREAS, Daisy Huffman, City Clerk/Treasurer, Garner, has given of her time and energy to the Iowa Municipal Finance Officers Association; and

WHEREAS, Daisy Huffman has carried on the high standards that have accompanied the office of President of the Iowa Municipal Finance Officers Association; and

WHEREAS, President Huffman has presided over an excellent meeting of the Iowa Municipal Finance Officers Association.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERSHIP OF THE IOWA MUNICIPAL FINANCE OFFICERS ASSOCIATION, that we honor Daisy Huffman for her outstanding service to our organization and express our deepest appreciation for serving as President this past year.

PASSED AND APPROVED this 21st of April, 2017.

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Daisy Huffman, President

ATTEST:

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Deb Wheatley Field, Secretary/Treasurer

Tawnia Kakacek, Chairman of the Certification Review Committee, read a proposed amendment to the Constitution and By-Laws, which would add the following under Article II, Section 2: **Associate Clerk, Associate Finance Officer and Any Active Member shall be eligible for an Associate Clerk or Associate Finance Certification by IMFOA.**

Tawnia explained why the amendment was proposed and read the criteria associated with the certification of an Associate Clerk or Associate Finance Officer.

Denise Hoy also addressed the amendment speaking about how the organization needs to protect the integrity of the certification program.

Kay Cmelik moved, Barb Barrick seconded, to amend the Constitution and By-Laws as proposed (see attachment). Motion carried.

Tawnia Kakacek, Chairman of the Nominating Committee offered the following slate for officers and board members for 17/18. For President-Kevin Jacobson, Mason City, Vice President-Ondrea Elmquist, Boone, Christina Perkins, Woodward- one year term on the board, and Erin Learn, Manchester and Kelly Groskurth, Treynor-three year terms on the board.

President Huffman then asked if there were any nominations from the floor. There being none, Steve Johns moved, DeAnne Kobliska seconded, that nominations cease and a unanimous ballot be cast for the slate as presented. Motion carried.

The Oath of Office was then given by Chris Astrella, President of the Wisconsin Municipal Clerks Association, to the newly elected officers and board members.

President Jacobson was then introduced. He asked for the support of the membership for the upcoming year and thanked Daisy for serving as President the past year.

A plaque commemorating her year as President was then presented to Daisy by President Jacobson.

President Jacobson announced that there would be a board meeting immediately following the business meeting in room #397.

There being no further business to come before the membership, the meeting was adjourned at 11:05 a.m.

Respectfully submitted,

Deb Wheatley Field  
Secretary/Treasurer

# CONSTITUTION AND BY-LAWS OF THE IOWA MUNICIPAL FINANCE OFFICERS ASSOCIATION

## ARTICLE I NAME AND OBJECTIVES

Section 1. Name. The name of this organization is the Iowa Municipal Finance Officers Association (IMFOA).

Section 2. Objectives. To conduct regular instructional and informational meetings, as often as deemed necessary by the Board of Directors, for the purpose of educating municipal officers in the keeping of public records and for any other purpose deemed to be in the best interest of the public.

## ARTICLE II MEMBERSHIP

Section 1. Benefitted Members. Any Municipal Clerk, Treasurer, Deputy Clerk, Finance Officer, City Administrator, of any Iowa city shall be eligible for Benefitted membership subject to payment of the annual service fee in Article III. Only Benefitted Members shall be eligible for Certification by IMFOA and are allowed to participate in the discussion forum "ClerkNet".

Section 2. Active Members. Any Municipal Clerk, Treasurer, Deputy Clerk, Finance Officer, City Manager, City Administrator, Mayor, **Associate Clerk, Associate Finance Officer**, Council Member or their designee of any Iowa city shall be eligible for active membership subject to payment of the annual service fee in Article III. **Any Active Member shall be eligible for an Associate Clerk or Associate Finance Certification by IMFOA.**

Section 3. Retired Members. Any retired Municipal Clerk, Treasurer, Deputy Clerk, Finance Officer, Auditor, City Manager, City Administrator, or any retired City official shall be eligible for retired membership subject to approval of the Board of Directors and payment of the annual service fee in Article III.

Section 4. Associate Members. Any person or Iowa governmental agency/organization shall be eligible for Associate membership subject to approval of the Board of Directors and payment of the annual service fee in Article III.

Section 5. Voting. Only Benefitted or active members in good standing shall be eligible to vote during any business meeting of the Association.

Section 6. Withdrawal. Any Benefitted, active, retired or associate member may withdraw from the Association at any time by notifying the secretary thereof in writing.

Section 7. Expulsion of Members and Associates. The Board of Directors

shall have authority to expel or take other disciplinary action against any member or associate which, in its judgment, may be appropriate in order to maintain the professional standards of the Association.

### **ARTICLE III      SERVICE FEES**

Section 1.    When Due. The annual service fee shall be payable on April 1st of each year.

Section 2.    Amount. The annual service fee for all membership classifications as defined in Article II of the by-laws shall be established each year by the Board of Directors. Fees are referenced in the IMFOA Statement of Policy.

### **ARTICLE IV      OFFICERS**

Section 1.    Board of Directors. The Board of Directors shall consist of a President, Vice-President, five (5) Directors, and the immediate past President of the Association. The President and Vice-President each serve a term of one (1) year. The Directors each serve three (3) year staggered terms. Ex-officio members of the Board of Directors include the Secretary and Treasurer and the two (2) next most immediate past Presidents of the Association maintaining a benefitted, active or retired membership, as defined in Article II, in the Association.

Section 2.    Responsibilities. The President, Vice-President, Secretary, Treasurer, and Directors shall have general supervision of all matters of the Association.

Section 3.    Election/Appointment. The President, Vice-President, and Board of Directors shall be elected by the membership at the annual meeting. The Secretary and Treasurer are appointed for a one (1) year term majority vote of the elected officers of the Association at the first meeting of the Board of Directors following the annual meeting.

Section 4.    Vacancies. Should the office of President become vacant, the Vice-President will become President. Should the Vice-President or a Director's position become vacant, the President shall fill the vacancy or vacancies for the remainder of the term from the benefitted or active membership. Should the office of Secretary or Treasurer become vacant, the elected officers of the Association, by majority vote, shall fill the vacancy or vacancies for the remainder of the term. Should the office of immediate past President or either of the two next most immediate past Presidents serving as ex-office Board members become vacant, the vacancy or vacancies shall be filled by the appointment of a past Board member.

Section 5.    Eligibility. Only Municipal Clerks, Treasurers, Finance Officers, or City Administrator, who are benefitted or active members, as defined in Article II, are eligible for election or appointment as President, Vice-President, or Director. Only Municipal Clerks, Treasurers, Finance Officers, or City Administrator, who are either benefitted, active or retired members, as defined in Article II, are eligible for appointment as Secretary or Treasurer.

Section 6. Committees. The President shall appoint an Audit and Budget Committee and may appoint other committees as deemed advisable. Each committee named must have a minimum of three (3) members with appointment determined by the President. No standing or special committee shall be authorized to incur any liabilities for the Association unless the same have first been approved by the Board of Directors.

## **ARTICLE V            ELECTION**

Section 1. Annual Meeting. The officers of the Association shall be elected by ballot at the business meeting to be held during the April conference with voting in accordance with Article II, Section 5

Section 2. Assumption of Office. The officers elected shall assume office immediately after the close of the conference at which they were elected.

Section 3. Ballot Waived. The ballot for any office may be waived by unanimous consent.

Section 4. Proxy Votes. No member shall be entitled to vote by proxy at any meeting of the Association.

## **ARTICLE VI           DUTIES**

Section 1. President. The President shall preside at the meetings of the Association, and at those of the Board of Directors, and shall perform such other duties as are incumbent upon the office. In the absence of the President, the Vice-President shall assume and perform the duties of the office.

Section 2. Secretary. The Secretary shall keep accurate minutes of the proceedings of the Association and of the Board of Directors; shall conduct all correspondence; shall issue notices of any meeting of the Association not less than two (2) weeks prior to the date of such meeting; except that in the case of annual meetings the first notice of such meeting shall be made to all members not less than thirty (30) days prior thereto.

Section 3. Treasurer. The Treasurer shall collect and receipt all fees, and keep accurate account between the Association and its members, and shall make payment of all bills approved by the Board of Directors or the President, and submit to the annual meeting a Treasurer's report of all receipts and disbursements during the preceding year. The Treasurer shall give bond in the amount as determined by the Board of Directors, cost of said bond to be paid from the Association's funds.

Section 4. Compensation. The Secretary and the Treasurer shall receive as full compensation for their services as such Secretary and Treasurer, compensation to be fixed from year to year by the Board of Directors, subject to inclusion in the Association's budget.

Section 5. Board of Directors. The Board of Directors shall manage all the affairs of the Association at its meetings and shall propose an annual budget to be presented at

the annual meeting for the ensuing year. All questions determined by the Board of Directors shall be decided by a majority vote, and three (3) members shall constitute a quorum. The Board of Directors shall meet at least once each year, on the morning of the second (2nd) day of the annual meeting of the Association, and as often as the Board may determine.

Section 6. Standing Committees. The Audit Committee shall meet immediately after the first session of each annual meeting to examine and audit the Treasurer's accounts and annual reports, and report thereon to the Association. The Budget Committee shall meet immediately after the first session of each annual meeting to review the financial status of the organization and to recommend a budget for consideration at the annual meeting.

Section 7. Committee Chair. If requested by the Board of Directors, it shall be the duty of the chair of each committee to prepare a report and submit the same at the annual meeting.

## **ARTICLE VII MEETINGS**

Section 1. Annual Meeting. There shall be an annual meeting of the organization to be held at a time and place to be decided by the Board of Directors.

Section 2. Quorum. At any annual meeting of the Association, twenty-five (25) members of the Association shall constitute a quorum for the transaction of business.

Section 3. Program. The program shall be arranged by the Board of Directors.

## **ARTICLE VIII ORDER OF BUSINESS**

Section 1. Annual Meeting. At the annual meetings of the Association, the order of business shall be as follows:

1. Determination of Quorum.
2. Reading of minutes of last meeting.
3. Reports of the President.
4. Reports of Secretary.
5. Reports of Treasurer.
6. Report of the Audit Committee.
7. Report of the Budget Committee.
8. Reports of special committees.
9. Election of officers.



10. General Business.

11. Adjournment.

Section 2. Special Meetings. The Board of Directors may call for a special meeting of the Association to conduct necessary business provided that the Secretary advises members of the meeting not less than thirty (30) days prior thereto.

Section 3. Rules of Order. All questions shall be decided by vote, and all differences of opinion regarding points of order shall be settled by parliamentary practice as set forth in Robert's Rules of Order.

## **ARTICLE IX            AMENDMENTS**

The foregoing constitution and by-laws may be amended at any business meeting of the Association by two-thirds (2/3) vote of all members voting, providing such proposed amendments shall have been submitted and read to the association a calendar day previous to the time that action is taken by the Association.

## **ARTICLE X            COMPLIANCE**

Section 1. Purpose. The Association is organized exclusively for charitable, education, religious or scientific purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code.

Section 2. Dissolution. Under the dissolution of the Association, the Association shall, after paying or making provisions for the payment of all the liabilities of the Association, dispose of all the assets of the Association exclusively for the purposes of the Association in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code as the Board of Directors shall determine. Any such assets not so disposed of shall be which the principal office of the Association is then located, exclusively for such purposes or organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

