

**Iowa State Association of Counties
Restated Articles of Incorporation**

I. Name. The name of the corporation is Iowa State Association of Counties (the “Association”).

II. Duration. The period of the Association’s duration is perpetual.

III. Purposes. The purposes for which the Association is organized are to maintain a permanent organization to secure cooperation among the several counties of the State of Iowa and the public officers of the several counties in a comprehensive study of local problems and in the application of knowledge obtained to procure efficient methods of local government; to provide ways and means whereby the county officials of the several counties of this state may interchange ideas and experiences and obtain expert advice; to so organize and coordinate activities between the several counties as to be able to advise and cooperate with the Iowa General Assembly and the Congress toward the enactment of legislation that will be of most benefit to the citizens of the state; to do any and all other things necessary, proper or fitting to carry out the objects herein expressed or for the benefit of the counties or county officials of the State of Iowa and to engage in any and all lawful activities for which corporations may be organized under the Iowa Non-Profit Corporation Act.

IV. Membership. The only members of the Association shall be counties within the state of Iowa that are current in payment of dues to the Association (“Association Members.”)

V. Voting Rights. Each Association Member shall, through resolution by its Board of Supervisors, designate its County Voting Representatives. Only County Voting Representatives shall have the power to vote on behalf of their respective Association Member. A County Voting Representative must be either an elected county official or the principal officer for each county department represented by one of the following Affiliated Associations:

Iowa State Association of County Supervisors
Iowa State Sheriffs’ and Deputies’ Association
Iowa County Attorneys Association, Inc.
Iowa State Association of County Auditors
Iowa State County Treasurers Association
Iowa County Recorders Association, Inc.
Iowa County Engineers Association
Iowa State Association of Assessors
Iowa Community Services Association
Iowa Emergency Management Association
County Conservation Directors Association of Iowa
Iowa Director, National Association of Counties
Iowa Environmental Health Association, Inc.
Iowa Counties Public Health Association
County Zoning Officials of Iowa

Iowa Counties Information Technology Organization
Iowa Association of County Commissioners and Veterans Service Officers, Inc.

Individuals, including those serving as County Voting Representatives, are not Association Members and have no voting rights in their individual capacities.

VI. Other Rights. Other officials and employees of an Association Member shall have the right to participate in events and activities of the Association, but shall have no voting rights.

VII. Board of Directors - Authority. The property and business of the Association shall be managed and controlled by the Board of Directors.

VIII. Board of Directors – Members. The members of the Association’s Board of Directors shall include (A) the four (4) duly elected officers of the Board of Directors, including the president, vice-president, second vice-president, and third vice-president, all of whom must be County Voting Representatives; (B) the three (3) most recent past presidents of the Association; (C) all County Voting Representatives who are members of the Board of Directors of the National Association of Counties; and (D) persons who are County Voting Representatives and are selected by the Affiliate Associations as follows:

Iowa State Association of County Supervisors	3 Members
Iowa State Sheriffs’ and Deputies’ Association	1 Member
Iowa County Attorneys Association, Inc.	1 Member
Iowa State Association of County Auditors	1 Member
Iowa State County Treasurers Association	1 Member
Iowa County Recorders Association, Inc.	1 Member
Iowa County Engineers Association	1 Member
Iowa State Association of Assessors	1 Member
Iowa Community Services Association	1 Member
Iowa Emergency Management Association	1 Member
County Conservation Directors Association of Iowa	1 Member
Iowa Director, National Association of Counties	1 or more Members
Iowa Environmental Health Association, Inc.	1 Member
Iowa Counties Public Health Association	1 Member
County Zoning Officials of Iowa	1 Member
Iowa Counties Information Technology Organization	1 Member
Iowa Association of County Commissioners and Veterans Service Officers, Inc.	1 Member

The Executive Director of the Association shall serve as an ex-officio member of the Board of Directors.

IX. Board of Directors – Election and Term. The directors shall be elected annually at the annual or a special meeting of the Association or each Affiliated Association. The term of each director shall be for one (1) year commencing at 12:01 a.m. central standard time of January 1st of each year. Officers of the Association shall be elected annually by the Board of Directors.

X. Distributions. No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, any individual, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III.

XI. Dissolution. Upon dissolution of the Association, its assets shall be distributed to its Association Members, in such proportion as determined by the Board of Directors, to be used for a public purpose.

XII. Address and Agent. The address of the registered office of the Association is 5500 Westown Parkway, Suite 190, West Des Moines, IA 50266. The registered agent at such address is the Executive Director of the Association.

XIII. Adoption. These amended Articles of Incorporation: (1) correctly set forth the provisions of the Articles of Incorporation as heretofore and hereby restated and (2) have been duly adopted as required by law:

IN WITNESS WHEREOF, the undersigned caused the execution of the foregoing Restated Articles of Incorporation on this 2nd day of November, 2024.

IOWA STATE ASSOCIATION OF COUNTIES



President Barry Anderson

CERTIFICATE

Pursuant to the Iowa Code section 504.1006(4), the foregoing Amended and Restated Articles of Incorporation:

- (a) Consolidate all amendments into a single document.
- (b) The amendments were duly approved in the manner required by the Revised Iowa Corporation Act, the articles of incorporation and bylaws.
- (c) Dated, 2007

IOWA STATE ASSOCIATION OF COUNTIES, as restated October 1975.

IOWA STATE ASSOCIATION OF COUNTIES, as restated October 3, 1980.

IOWA STATE ASSOCIATION OF COUNTIES, as restated October 14, 1983.

IOWA STATE ASSOCIATION OF COUNTIES, as restated October 16, 1987.
IOWA STATE ASSOCIATION OF COUNTIES, as restated March 17, 1988.
IOWA STATE ASSOCIATION OF COUNTIES, as restated October 13, 1989.
IOWA STATE ASSOCIATION OF COUNTIES, as restated March 14, 1991.
IOWA STATE ASSOCIATION OF COUNTIES, as restated March 11, 1993.
IOWA STATE ASSOCIATION OF COUNTIES, as restated March 18, 1999.
IOWA STATE ASSOCIATION OF COUNTIES, as restated November 15, 2001.
IOWA STATE ASSOCIATION OF COUNTIES, as restated November 21, 2002.
IOWA STATE ASSOCIATION OF COUNTIES, as restated April 27, 2007.
IOWA STATE ASSOCIATION OF COUNTIES, as restated January 22, 2009.
IOWA STATE ASSOCIATION OF COUNTIES, as restated April 30, 2009.
IOWA STATE ASSOCIATION OF COUNTIES, as restated November 17, 2010.
IOWA STATE ASSOCIATION OF COUNTIES, as restated January 20, 2012.
IOWA STATE ASSOCIATION OF COUNTIES, as restated November 13, 2013.
IOWA STATE ASSOCIATION OF COUNTIES, as restated March 12, 2015.
IOWA STATE ASSOCIATION OF COUNTIES, as restated November 30, 2016.
IOWA STATE ASSOCIATION OF COUNTIES, as restated November 2, 2024.