

ASA Constitution

ARTICLE XII—Elected Officers and Governors

SECTION 1—The officers of the Society shall be as prescribed in the bylaws, but shall include, at minimum, the international president, international senior vice president (president-elect), and international secretary/treasurer.

SECTION 2—The officers of the Society shall be elected by the voting membership and shall take office when they have been duly elected and qualified.

ASA Bylaws and Administrative Rules

Bylaw VI International Officers

Section 7. Duties of the Secretary. The Secretary shall attend all meetings of the Board of Governors, and shall prepare and preserve the full and correct minutes of the proceedings of all such meetings. It shall be the duty of the Secretary to sign and execute all corporate documents and instruments whereupon the Secretary's signature may be lawfully required. The Secretary shall also serve all notices required by the laws of the State of Delaware, these Bylaws, or by resolution of the Board of Governors. The Secretary shall also perform such other duties as may be provided for in the Administrative Rules and Delegations of Authority.

Section 8. Duties of the Treasurer. The Treasurer shall keep or cause to be kept, in books belonging to the Society, complete and accurate accounts of all monies and other valuable effects of the Society. The Treasurer shall render to the President and to the Board of Governors at its meetings, or whenever otherwise requested, correct statements and reports stating the financial condition of the Society. The Treasurer may sign corporate documents and instruments as necessary. The Treasurer shall perform such other duties as may be provided for in the Administrative Rules and Delegations of Authority.

ADMINISTRATIVE RULE IX—Elected Officers and Governors

SECTION 1—Term of Office

- A. International Officers shall each hold office for one (1) year and may not succeed themselves except at the invitation of the Board of Governors; in no event shall any International Officer serve for more than two (2) consecutive years in the same office.
- B. Governors shall hold office for four (4) years. In no event shall any Governor succeed him/herself, either by election or by appointment.

- C. In the event that a preponderance of Governors' terms expire at the end of the same fiscal year, the President may direct Region(s) or Discipline(s) to elect a Governor for a one (1) year term.
- D. The terms of the newly elected International Officers and Governors shall begin and conclude with the Administrative Year of the Society.
- E. International Officers may hold no other elected office in the Society during their term in office.
- F. Governors may hold no other elected office in the Society during their term in office, but may serve the Society as an elected Member of a Discipline Committee.

SECTION 2—Nominee Qualifications

- A. A nominee for International Officer or Governor shall be an Accredited Senior Appraiser (ASA) grade of Membership or higher.
- B. International Officers, Board of Governors, and Officers and Members of all International, Standing, Special and Other Committees and Task Forces shall sign a conflict of interest statement before accepting nomination and/or appointment to any office and before assuming an office; and
- C. Other nominee qualifications for International Officer and Governor are provided in these Administrative Rules.

SECTION 3—Elections

- A. Each International Officer, Regional Governor, or Discipline Governor shall be elected at least thirty (30) days prior to the beginning of the fiscal year in which his/her term starts.
- B. Other procedures for the election of International Officers and Governors are provided in these Administrative Rules.

ADMINISTRATIVE RULE X—International Officers

SECTION 3—Duties of the Secretary/Treasurer

The duties of the Secretary and Treasurer may be combined and fulfilled by one person, who is so elected.

- A. The duties of the Secretary shall include the following:
 - 1. Be responsible for the official minutes and records of all the proceedings of the Society and the Board of Governors and for the reports of all Standing Committees and Special Committees, including the Executive Committee and the Budget & Finance Committee;
 - 2. Shall keep safe the corporate seal of the Society and any other such corporate instruments; and
 - 3. Shall perform all other duties customary to the office of Secretary.
- B. The duties of the Treasurer shall include the following:
 - 1. Chair the Budget and Finance Committee; and call and chair meetings of this Committee;
 - 2. Be responsible for the development and approval of the annual budget;
 - 3. Work closely with the Executive Vice President (EVP) and Chief Financial Officer (CFO) to ensure implementation of the Business Plan within the budget;

4. Report to the Board of Governors on the financial status of the Society and recommend continuations of, or changes to, the Society's financial plans and budgets;
 5. Be responsible for the proper recording, safekeeping, and accounting of all receipts and disbursements of the Society's money and its receivable and payable accounts;
 6. Be bonded at the expense of the Society;
 7. Ensure that all records and vouchers are maintained and available for inspection and/or verification;
 8. Render an annual report to the Membership;
 9. At the expiration of his/her term of office, deliver to his/her successor all monies, books, records, and other Society property of which the office is the custodian; if there is no successor, these shall be delivered to the President; and
 10. Perform all other duties customary to the office of Treasurer.
- C. Provided he/she is eligible and available, the Secretary/Treasurer shall automatically become the nominee for the office of Vice President for the year following his/her term as Secretary/Treasurer.

ADMINISTRATIVE RULE XII—Elections

SECTION 1—Nominating and Awards Committee

- A. Upon the appointment of the Members of the Nominating and Awards Committee, International Headquarters (HQ) shall inform the Society of the composition of this committee and the right of Members to recommend to this committee the names of individuals for consideration as Honorary Members, Members as recipients of a Lifetime Achievement Award, candidates for International Officers, and nominees for the position of Trustee to the Appraisal Foundation.
- B. The procedures for the nomination of candidates for the position of Secretary/Treasurer shall be as follows:
1. On or before November 1 of each year, the Chair of the Nominating and Awards Committee shall request that Members submit the names of candidates for consideration as nominees for this position;
 2. Recommendations for nominees shall be received at International Headquarters (HQ) no later than November 30; and
 3. Subject to the majority approval of the Board of Governors of the slate of nominees recommended by the Nominating and Awards Committee, the election process shall proceed pursuant to these Administrative Rules.
- C. The Nominating and Awards Committee shall be guided in its deliberations and recommendations for candidates for Secretary/Treasurer by the following guidelines:
1. The minimum qualifications for candidates nominated for International Officers are as follows:

- a. the individual shall be either an Accredited Senior Appraiser (ASA) or Fellow (FASA), and
 - b. the individual will have completed a full term as either Governor or Chair of a Standing Committee as of the date of such individual taking the relevant International Office.
2. Nominations shall be made in writing and the nominator shall submit documentation that demonstrates the qualifications of the candidate as well as verification that the nominee has agreed to the nomination;
 3. Nominations shall only be made by an Accredited Member (AM), Accredited Senior Appraiser (ASA), or Fellow (FASA);
 4. No Member of the Nominating and Awards Committee shall be included as a nominee; and
 5. For each election, there shall be no less than two candidates.

ADMINISTRATIVE RULE XIV—Standing and Other Committees

SECTION 10—Nominating and Awards Committee

- A. The Nominating and Awards Committee shall:
 1. Be chaired by the Immediate Past President;
 2. Be comprised of Members in the grade of Accredited Senior Appraiser (ASA) or higher;
 3. Compile, consider, and recommend a list of candidates for the Secretary/Treasurer position;
 4. Review and investigate nominations for bestowal of Honorary Membership, Lifetime Achievement Award and Society Trustee to the Appraisal Foundation, and make appropriate recommendations to the Board of Governors; and
 5. Perform other duties as assigned by the Board of Governors or Immediate Past President.
- B. Each year, one new Committee Member shall be appointed by the President and one new Committee Member shall be appointed by the Board of Governors.
- C. Each Member shall serve for terms not to exceed three (3) years.
- D. Representatives on this committee shall include at least one Member from each of the Disciplines.

ADMINISTRATIVE RULE VI

SECTION 5—Qualifications for Bestowal of Honorary Membership

- A. The qualifications of a nominee for the grade of Honorary Member shall be as follows:
 1. Be a nonmember of the Society and
 2. Have, in the judgment of the Board of Governors, contributed substantially to the appraisal profession and/or performed an unusual and valuable service for the Society sufficient to merit recognition by the Society.
- B. Nominations and the award of Honorary Membership shall proceed pursuant to the

provisions of the Bylaws and Administrative Rules.

C. Honorary Members shall be exempt from the payment of all dues and assessments.

ADMINISTRATIVE RULE XII

SECTION 1—Nominating and Awards Committee

E. The Nominating and Awards Committee shall be guided in its deliberations and recommendations for candidates for the Lifetime Achievement Award by the following guidelines:

1. Be an Accredited Senior Appraiser (ASA) or Fellow (FASA) in good standing;
2. Has demonstrated, in the judgment of the Board of Governors, exemplary, steadfast and consistent dedication, involvement, commitment and loyalty to the Society and the profession that warrant this single honor; and
3. Has held the grade of Accredited Senior Appraiser (ASA) and/or Fellow (FASA) for a period of at least twenty-five (25) years and be at least seventy (70) years of age.
4. Nominations shall be in writing and the nominator shall submit documentation that demonstrates the nominee has met the requirements for the Lifetime Achievement Award.
5. No Member of the Nominating and Awards Committee shall be included as a nominee.