

Association Insurance Auditors' Association of Dallas Bylaws

Organized and Adopted March 2, 1953 with revisions through October 8, 2010

IAAD Mission Statement

The Insurance Auditors' Association of Dallas is committed to the growth, development, professionalism and education of the premium auditor and the industry as a whole

IAAD Goals

- Provide a forum for the exchange, development, and dissemination of technical information
- Promote the growth and development of the profession
- Contribute to the insurance industry the knowledge and experience of the professional premium auditor

Article I Purpose

Section 1.1 Creation

On March 2, 1953, an association of insurance auditors was organized for the purpose of furthering relations among members. The name of the association shall be "Insurance Auditors' Association of Dallas" aka IAAD.

Section 1.2 Antitrust Guidelines

The Antitrust Guidelines shall be read at the beginning of each Meeting and each Board Meeting.

The purposes for which the Association is formed are:

- To hold scheduled meetings at which general educational discussions may be held
- To foster and promote social activities periodically for its members
- To enhance the dignity and regard for our profession and
- To meet for the exchange of ideas and discussion of mutual problems

Our Association does not define, support, formulate or recommend particular strategies of actions.

Participants should in no way involve themselves in any type of form of unit for the purpose of bargaining with our respective employers.

Discussion of confidential information pertinent to any insurance company or their insureds shall not be permitted during any meeting of this association. Attendees should discuss only past publicly available history relating to the subjects of rates and underwriting standards.

Article II Members

Section 2.1 Membership

Membership is open to any person who is engaged in auditing (field, administration or support services), and related professionals; condition only upon the payment of dues, and agreement by the member to be bound by the Code of Ethics of the Association.

Membership shall be personal and non-transferable

All members shall have equal voting privileges.

Guests of individual members are welcome at all meetings

Section 2.1 Life Membership

Life membership may be awarded to any member who has retired and was a dues paying member for five consecutive years prior to retirement. Retired is defined as not actively working in the field which qualified the individual for membership.

Qualified Life members shall have voting privileges.

Article III Fiscal Year

The fiscal and administrative year of the Insurance Auditors' Association of Dallas shall be July 1 through June 30.

Article IV Dues

Section 4.1 Dues

Annual Dues are payable at the first meeting of each fiscal year for the amount of \$30.00 for each member.

Section 4.2 Delinquency

A member will be considered delinquent if dues are not paid 10 days prior to the October regular meeting, and shall be dropped from the active roster of members at that time.

Section 4.3 Reinstatement

A delinquent member shall be reinstated upon payment of current dues. No discount shall be offered for partial year memberships.

Section 4.4 Life Members

Qualified Life Members' dues shall be \$15.00

Article V Meetings

Section 5.1 Schedule

Meetings shall be scheduled on the second Friday of even months as follows:

- August
- October
- December (Christmas Party)
- February
- April

Section 5.2 Rescheduling/Cancellation

Meetings may be rescheduled or cancelled at the discretion of the board for purposes of scheduling conflicts with such regional or national associations, venue conflicts or any issue deemed relevant by the board.

Article VI Governing Body

Section 6.1 Define Governing Body

Four executive officers, three directors and the treasurer of this association shall constitute the governing body, and be referred to as "the board".

Section 6.2 Executive

Elected executive positions shall be a President, 1st Vice President, 2nd Vice President, and Secretary. The executive officers shall serve for a term of one year beginning July 1, or until their successors are elected and installed.

No elected executive officer shall succeed themselves in a given office, unless deemed necessary by the board and approved by members attending a scheduled meeting.

Any board member shall be subject to removal at any time, with or without cause, by the affirmative vote of a majority of the remaining board members.

Section 6.3 Directors

Directors are defined as outgoing presidents that are active members. Directors shall serve for a period of three years, and shall not hold another office concurrently.

Previous past year President shall plan the Christmas Party, working with the current President and 1st & 2nd Vice President.

Section 6.4 Company Representation

No elected office shall be filled by the one company at the same time.

Section 6.5 President

The President shall be the Chief Executive Officer of the association and:

- Shall preside at all meetings and lend leadership and guidance in fulfilling its purpose and objectives
- Shall read the Anti-Trust Guidelines at each meeting and at each board meeting
- Shall call a board meeting quarterly
- Shall present a budget for the fiscal year
- Shall be the official delegate to the assembly of the Insurance Auditors' Association of the Southwest
- Obtain and present plaque for Auditor of the Year to be presented at the last meeting of the fiscal year.

Section 6.6 1st Vice President

The 1st Vice President shall preside at the meeting and take over any duties of the President if the President is unable to attend a meeting. The 1st Vice President shall become President if the office of the President becomes vacated.

Additional duties include:

- Present schedule of speakers at the beginning of each fiscal year to the board
- Arrange for speakers, and program presentation at each meeting
- Head Membership drive
- Head Sponsorship drive

- Obtain and present plaque for the outgoing President at the last meeting of the fiscal year.

Section 6.7 2nd Vice President

The 2nd Vice President shall assist 1st Vice President in all duties listed above, plus any such assignments that may be made by the President or Board.

Additionally, the 2nd Vice President shall send regrets of deaths, operations and any other such cards when appropriate.

Section 6.8 Secretary

The Secretary shall take care of all correspondence, and reports.

Duties include:

- Prepare meeting announcements
- Prepare correspondence
- Take minutes of scheduled meetings, and present report to executive officers
- Prepare notification of slated proposed officers, proposed amendment changes, and proxy votes for the members

Section 6.9 Treasurer

The Treasurer shall be appointed by the President and approved by the Board, for a 3 year term, subject to re-appointment. The Treasurer shall be responsible for all finances of the Association and make a monthly report of finances of the association to the President. A financial report shall be presented to the members at the last meeting of the financial year.

Duties shall include, but not be limited to:

- Financial Reports
- Prepare Membership rosters of paid members, and make available at the October meeting.
- Make membership roster available to IAASW and NSIPA
- Last meeting of the fiscal year, a completed financial report to the board and members
- Maintain membership applications

Section 6.10 Vacancies

Any vacancy among officers or directors, except for President, shall be filled by appointment by the remaining board.

Article VII Election

Section 7.1 Election

Election of Executive Officers shall be made annually via ballots to each active member in good standing being entitled to one (1) vote.

Section 7.1 Nominating Committee

The Nominating Committee shall consist of the governing body aka the Board. Additional nominations shall be submitted prior to the election of the officers.

Section 7.2 Ballots

A member shall be elected to office by majority vote. Votes will be tallied by the deadline designated on the ballot and announced at the last meeting of the fiscal year.

Article VIII Bylaw Amendments

Section 8.1 Proposals

Any proposed amendments to these articles shall be presented to the membership by the Board. Any proposed amendments shall be disseminated for 15 days by the members. If no legitimate discussions are presented to the President, the members shall vote for the approval of the proposed bylaws by the end of stated deadline.

Section 8.2 Discussions

If any member would like to discuss the proposed bylaws, they shall submit their concerns to the President. It is up to the President to either postpone the election until the concerns are met, or elect to continue with the proposed amendment with no disruption.

Section 8.3 Approval

If members fail to vote on proposed amendments by the stated due date, the Board will declare the proposed amendment to be agreeable with such member who did not submit their vote. The proposed amendment shall be declared in effect and operative by the President only after a majority of the members have indicated their approval by the stated due date.

Insurance Auditors' Association of Dallas Code of Professional Ethics

Preamble

The provisions of the Code of Ethics cover basic principles in the discipline of premium audit practices. Premium Auditors shall realize that individual judgment is required in the application of these principles. Premium Auditors have the responsibility to conduct themselves so that their good faith and integrity shall not be open to question. While having due regard for the realistic limits to individual skills, Premium Auditors shall promote the highest professional premium auditing standards to the end of advancing the interest of their companies or organizations and of the insurance business.

The basic objective of the Code is to serve the public interest, not only by specifying minimum ethical conduct rightly expected of Premium Auditors, but by encouraging voluntary acceptance of standards of professional conduct far beyond minimal expectations.

Articles

1. Premium Auditors shall be prudent in the use of information acquired in the course of their duties. Premium Auditors shall not use confidential information for any personal gain or in a manner which would be detrimental to the professional conduct of the insurance business. Premium Auditors shall not disclose to any other person any confidential information entrusted to or obtained by them unless a disclosure of such information is required by law.

2. Premium Auditors shall provide the same high standard of professional service to all policyholders regardless of color, sex, national origin, or type of business pursuit. Impartiality, integrity, honesty, and

common courtesy shall be shown to policyholders, agents, accountants, and others with who they may be in contact while carrying out their duties.

3. Premium Auditors shall continually strive to improve their professional knowledge, skills and competence, in the insurance business generally and in the practice of Premium Auditing specifically.

4. Premium Auditors shall conscientiously perform their duties in a manner that will assure equity and improve the efficiency of the insurance mechanism.

5. Premium Auditors shall perform their duties in a dignified and professional manner that will bring credit to the insurance business, and they shall assist in maintaining and raising professional standards in the insurance business.

6. Premium Auditors shall refrain from entering into any activity which may be in conflict with the interest of their employers or which would prejudice their ability to carry out objectively their duties and responsibilities.

7. Premium Auditors shall not attempt by direct or indirect means to injure maliciously or falsely the professional reputation or practice of another Auditor.

8. Premium Auditors will cooperate in extending the effectiveness of the profession by interchanging non-confidential or nonproprietary information and experience with other Premium Auditors and encouraging fellow Auditors to improve and update their education.