



BY-LAW NO. 1

A By-Law relating generally to the affairs of the
Institute of Municipal Assessors

1. HEAD OFFICE.....	2
2. SEAL.....	2
3. MEMBERS.....	2
4. CESSATION OR TERMINATION OF MEMBERSHIP	4
5. MEETINGS	4
6. OFFICERS.....	5
7. OFFICERS' DUTIES.....	5
8. DISTRICTS.....	6
9. BOARD OF DIRECTORS.....	7
10. BOARD OF DIRECTORS - QUORUM AND MEETINGS	8
11. BOARD OF DIRECTORS – VACANCIES.....	8
12. REMUNERATION OF OFFICERS AND DIRECTORS	9
13. OFFICERS AND DIRECTORS - QUALIFICATION, ELECTION AND REMOVAL	9
14. EXECUTIVE DIRECTOR, SECRETARY AND TREASURER – APPOINTMENT	9
15. IMA EXECUTIVE	9
16. DISTRICTS – ELECTORS	10
17. DISTRICTS – DIRECTORS.....	10
18. DISTRICT EXECUTIVE.....	11
19. DISTRICT EXECUTIVE – DUTIES	11
20. DISTRICT EXECUTIVE - QUALIFICATION, ELECTION AND REMOVAL	12
21. DISTRICT MEETINGS	12
22. BANKING ARRANGEMENTS	12
23. EXECUTION OF INSTRUMENTS.....	13
24. FINANCIAL YEAR	13
25. INDEMNIFICATION OF DIRECTORS AND OFFICERS	13
26. ELECTION AND COMMITTEE – RULES	13
27. IMA SCHOLARSHIP TRUST FUND	13
28. REGISTRAR.....	14
29. PROPOSED CHANGES.....	14

Whereas the Institute of Municipal Assessors of Ontario was created by Letters Patent on May 27, 1957;

And whereas the Institute of Municipal Assessors of Ontario was continued as a corporation for the purposes of carrying out its objects and for the government and discipline of its members by the *Institute of Municipal Assessors Act, 1987*, S.O. 1987, c.Pr20;

And whereas the *Institute of Municipal Assessors Act, 1987*, S.O. 1987, c.Pr20 was amended by the *Institute of Municipal Assessors Act, 1993*, S.O. 1993, c.Pr40;

And whereas on June 26, 1995 by Amended Supplementary Letters Patent the name of Institute of Municipal Assessors of Ontario was changed to Institute of Municipal Assessors;

NOW THEREFORE the Board of Directors hereby ENACTS AS FOLLOWS:

1. HEAD OFFICE

The head office of the Institute of Municipal Assessors (hereinafter, the IMA) shall be in a municipality within the Province of Ontario to be designated from time to time by the Executive Committee and Board of Directors.

2. SEAL

The seal, an impression which is stamped in the margin hereof, shall be the corporate seal of the IMA.



3. MEMBERS

- i. The members of the IMA shall consist of the applicants for incorporation of the IMA and such other individuals over the age of 18 and other legal entities as are admitted by the Board of Directors and who remain in good standing according to the requirements of the IMA's enabling legislation, its Letters Patent and all by-laws enacted pursuant thereto.
- ii. There shall be the following classes of members of the IMA and each class of membership shall have such rights and qualification as are set out below:
 - a. **Accredited:** Accredited Membership shall be granted by the Board of Directors to a person who:

- i. has qualified for Associate Membership in the IMA; and
 - ii. has successfully completed the accreditation programs prescribed by the Board of Directors. An Accredited Member shall be entitled to use the designation "MIMA".
 - b. **Associate:** Associate Membership shall be granted by the Board of Directors to a person who has successfully completed an education program approved by the Board of Directors. An Associate Member shall be entitled to use the designation "AIMA".
 - c. **Honorary:** Honorary Membership may be granted by the Board of Directors for a stipulated period of time to a person in recognition of distinguished service in the field of assessment, provided that there shall be no more than five (5) Honorary Members at any one time. An Honorary Member shall be entitled to use the designation "MIMA (Hon.)".
 - d. **Life:** Appointments to the status of Life Member shall be made by the Board of Directors. Only founding or accredited members of the IMA who are fully and permanently retired from all occupation and employment in the field of property assessment and related taxation are eligible or appointment. A Life Member shall be entitled to use the designation "MIMA (Life)".
 - e. **Fellow:** Appointments as a Fellow of the IMA may be made by the Board of Directors to accredited members with superior standing in the field of property assessment and related taxation by virtue of their academic or work experience. A Fellow of the IMA shall be entitled to use the designation "FIMA".
 - f. **Affiliate:** Affiliate Membership may be granted by the Board of Directors to a person or a corporation engaged in the assessment profession or a related assessment function who does not otherwise qualify under any other class of membership. Affiliate members may include persons engaged in full or part-time studies in the field of property assessment and related taxation at an accredited educational institution or through an accredited educational program.
- iii. All members shall have one vote unless otherwise provided in this By-law.
 - iv. The interest of any member in the IMA is not transferable and it ceases to exist upon the member's death or resignation from the IMA or with the revocation or termination of the membership by the IMA.
 - v. The annual dues and fees paid to the IMA by all categories of members shall be established by a resolution of the Board from time to time.
 - vi. Upon receiving the required membership fee, the member's name shall be added to the current membership list by the Registrar.

- vii. All membership fees are due on the date as established by resolution. Failure to pay membership dues shall result in a suspension of membership and may result in a revocation or termination of membership.
- viii. All members are required to meet all applicable certification requirements. Members shall be required to provide to the Registrar proof of certification upon demand.
- ix. All members are required to provide current contact information, including email address, to the IMA Registrar.
- x. A person who has been refused membership or who has been subject to disciplinary sanction under the By-laws of the IMA may appeal the refusal or sanction to the Divisional Court, in accordance with the rules of the Court.

4. CESSATION OR TERMINATION OF MEMBERSHIP

A member shall immediately cease to be a member of the IMA in the following circumstances:

- i. the member fails to meet the qualifications of membership set out in section 3 of this By-law;
- ii. the member has been found to have breached the IMA's Code of Conduct;
- iii. the member is declared legally incompetent through the appointment of the Public Guardian and Trustee or by letters of opinion from two physicians duly licensed to practice medicine in Canada that such an individual is incapable of managing property due to physical or mental instability;
- iv. the member fails to pay membership fees by the deadline imposed by resolution of the Board of Directors;
- v. the member voluntarily terminates his or her membership or resigns from the membership;
- vi. the membership is revoked by the IMA; or
- vii. the member dies.

5. MEETINGS

- i. The Annual Meeting of the members of the IMA shall be held at such time and place as may be determined by the Board of Directors.

- ii. A Special Meeting of the members of the IMA may be called at any time by the President or the Board of Directors at such time and place as may be determined.
- iii. Notice of the time and place of each Annual or Special Meeting shall be given by sending such notice by regular mail or electronic format to the last known address of each member, at least thirty (30) days prior to the date of such meeting.
- iv. A quorum at any Annual or Special Meeting of the members of the IMA shall be ten percent (10%) of the total number of members eligible to vote.
- v. The President of the IMA shall act as Chair of any Annual or Special Meeting of the IMA and the Secretary shall act as Secretary.
- vi. All questions requiring approval of the members shall be decided by a majority of the votes of the members present in person unless otherwise required by By-law or Statute.
- vii. All questions requiring a vote shall be decided by a show of hands unless a poll is demanded by any member. In the event of tie in the number of votes at any Annual or Special Meeting, the Chair shall be entitled to cast the deciding vote.

6. OFFICERS

- i. There shall be the following officers of the IMA:
 - a. President
 - b. First Vice-President
 - c. Second Vice-President
 - d. Third Vice-President
 - e. Immediate Past President (*ex officio*)
 - f. Executive Director
 - g. Secretary
 - h. Treasurer
- ii. The President, First Vice-President, Second Vice-President and Third Vice-President shall be Accredited Members qualified to vote.
- iii. The Secretary, Treasurer and Executive Director shall be appointed by the Board of Directors from time to time and in the absence of a written agreement to the contrary, the employment of all officers shall be at the pleasure of the Board of Directors.

7. OFFICERS' DUTIES

- i. President: the President shall preside at all Annual and Special Meetings of the members of the IMA and of the Board of Directors, and shall be charged with the general management and supervision of the affairs and operation of the IMA. The President is, ex-officio, a trustee of the IMA Scholarship Trust Fund.
- ii. First Vice-President: the First Vice-President shall exercise all the powers and duties of the President during an absence or inability to act on the part of the President.
- iii. Second Vice-President: the Second-Vice President shall exercise all the powers and duties of the President during an absence or inability to act on the part of the President and the First Vice-President.
- iv. Third Vice-President: the Third Vice-President shall exercise all the powers and duties of the President, during an absence or inability to act on the part of the President, the First Vice-President and Second Vice-President.
- v. Secretary: the Secretary shall maintain custody of the Corporate Seal, certify under seal, or otherwise, documents issued by the IMA and shall record the Minutes of all meetings of the Board of Directors and decisions made by the Executive Committee.
- vi. Treasurer: the Treasurer shall be custodian of all the monies of the IMA and be responsible for the deposit of same in the bank approved for such purpose by the Board of Directors, keep correct account of all receipts and disbursements as may be authorized by the Board of Directors, maintain all account books open to inspection by the Board of Directors and the auditors, render a true and accurate report of the financial condition of the IMA at each meeting of the Board of Directors, and act as the Secretary-Treasurer of the IMA Scholarship Trust Fund.
- vii. Executive Director: where the Secretary and/or Treasurer is/are absent or unable to act, or the positions are vacant, the Executive Director will assume their responsibilities.
- viii. In addition to the duties noted in subsections (i) to (vii), all officers shall perform such other duties as may be assigned by the Board of Directors.

8. DISTRICTS

- i. There shall be ten (10) territorial districts of the IMA. The districts may be within the Province of Ontario, the other provinces and territories in Canada and any country outside Canada as approved by the Board of Directors and as permitted by law. The territorial districts are:

- a. District 1 - the Counties of Perth, Huron, Middlesex, Oxford, Elgin, Lambton, Essex and the Municipality of Chatham-Kent;
 - b. District 2 - the Regional Municipalities of Niagara, Haldimand-Norfolk and Waterloo and the Counties of Brant, Dufferin and Wellington and the City of Hamilton;
 - c. District 3 - the Regional Municipalities of Durham, York;
 - d. District 4 - City of Toronto and the Regions of Halton and Peel;
 - e. District 5 - the Counties of Grey, Bruce and Simcoe, and District Municipality of Muskoka, and the District of Parry Sound;
 - f. District 6 - the Counties of Haliburton, Hastings, Peterborough, Prince Edward and Northumberland, and the Cities of Peterborough, Kawartha Lakes, Belleville and Quinte West.
 - g. District 7 - the Counties of Lennox and Addington, Frontenac, Lanark, Leeds and Grenville, Prescott and Russell, Stormont, Dundas and Glengarry, Renfrew and the City of Ottawa;
 - h. District 8 - the Districts of Algoma, Nipissing, Manitoulin, Sudbury, Cochrane and Timiskaming, and the City of Sudbury;
 - i. District 9 - the Districts of Kenora, Rainy River and Thunder Bay;
 - j. District 10 - the Province of Newfoundland and Labrador.
- ii. The Districts in (i) above are composed geographically of the municipalities within the District unless otherwise noted and may be changed or the boundaries redefined from time to time by motion of the Board of Directors.

9. BOARD OF DIRECTORS

- i. The affairs of the IMA shall be managed by a Board of Directors consisting of ten (10) members, each of whom at the time of assuming office and throughout their term of office, shall be an Accredited or an Associate Member of the IMA.
- ii. The Board of Directors shall be composed of the following persons:
 - a. President
 - b. First Vice-President
 - c. Second Vice-President
 - d. Third Vice-President
 - e. Immediate Past President (ex officio)
 - f. The District Director elected by and from the membership of each of the ten (10) geographical districts established by the Board in accordance with section 17 of this By-law.
- iii. The President, First Vice-President, Second Vice-President, and Third Vice-

President shall be elected annually and the ten (10) District Directors shall be elected bi-annually to a maximum of two consecutive terms.

10. BOARD OF DIRECTORS - QUORUM AND MEETINGS

- i. A majority of the Directors shall form a quorum for the transaction of the business of the Board.
- ii. The Board of Directors shall meet within 30 days following the Annual Meeting of members and on at least one other occasion annually, at such place as it may from time to time determine.
- iii. Meetings of the Board of Directors shall be held at the call of the President, or upon the written request of any five (5) Directors.
- iv. Notice of such meetings, other than the meeting immediately following the Annual Meeting of members, shall be given to each Director, not less than ten (10) days prior to such meeting by personal delivery, telephone, or prepaid post addressed to his or her last known address or via communication supplemented by modern technology.
- v. No error omission in giving such Notice of a meeting of the Board of Directors shall invalidate such meeting or invalidate or make void any proceedings taken or had at such meeting and any Director may at any time waive notice of any such meeting and may ratify and approve of any or all proceedings taken or had thereat.
- vi. The President of the IMA shall be the Chair of all meetings of the Board of Directors.
- vii. Any matters arising at a meeting of the Board shall be decided by a majority of votes. In the case of a tie, the President or presiding Chairperson, in addition to his/her original vote, shall have a second or casting vote.

11. BOARD OF DIRECTORS – VACANCIES

A vacancy in respect of the Director who is also an officer referred to in section 6 shall be filled by a majority vote of the Directors remaining in office to hold office until the next annual meeting of the members. Where the vacancy concerns a District Director, the position shall be filled by a member from that District.

12. REMUNERATION OF OFFICERS AND DIRECTORS

The Officers and Directors shall receive no remuneration for acting as such but may be reimbursed for travel and other expenses incurred in connection with the business of the IMA.

13. OFFICERS AND DIRECTORS - QUALIFICATION, ELECTION AND REMOVAL

- i. The Officers of the IMA, excepting only the Secretary and Treasurer/Executive Director, shall be elected from among the qualified voting members of the IMA, by a plurality of votes cast by the members of the IMA as set out in the IMA's regulations dealing with elections.
- ii. District Directors shall be elected from the membership of each district of the IMA by a plurality of votes cast by the members as provided in section 17.
- iii. An Officer may be removed from office for just cause by resolution of the Board of Directors, passed by at least two-thirds of the votes cast at a meeting of the Board of Directors.
- iv. Where there exists just cause or a Director has been absent from two consecutive meetings of the Board of Directors, and the Board is satisfied that such absence was without adequate reason, the Board may remove such Director from office and declare a vacancy by resolution passed by at least two-thirds of the votes cast at a meeting of the Board of Directors. Such a decision by the Board of Directors shall be final.

14. EXECUTIVE DIRECTOR, SECRETARY AND TREASURER – APPOINTMENT

- i. The Board of Directors shall, by resolution, appoint or replace the Secretary, Treasurer and Executive Director.
- ii. A resolution passed under subsection (1) need not be confirmed at an annual or special meeting of the IMA and is effective until revoked by the Board of Directors.

15. IMA EXECUTIVE

- i. The IMA Executive shall be composed of the President, First-Vice President, Second Vice-President, Third Vice-President and Immediate Past President of the IMA and shall have the following duties:
 - a. Be responsible for the overall management of the affairs of the IMA;

- b. Make recommendations for presentation to the Board of Directors;
- c. Report, through the President, to the Board of Directors at each of its meetings with respect to the general operation of the IMA;
- d. Such other duties as may be assigned to it from time to time by the Board of Directors.

16. DISTRICTS – ELECTORS

- i. A member of a District must either be employed or reside within the District.
- ii. Each member of a District shall be entitled to nominate a candidate and vote for the District Director.

17. DISTRICTS – DIRECTORS

- i. Only Accredited and Associate members employed in the field of property assessment or related property taxation within a District may be nominated by any voting member within that District for the position of District Director.
- ii. The nominations for District Director for Districts 1, 5, 7, and 9 shall be made prior to June 1st of every even year and District 10 after June 1st of every even years and every two years thereafter. The nominations for District Director for Districts 2, 3, 4, 6 and 8 shall be made prior to June 1st of every odd year and every two years thereafter.
- iii. The District Executive for the each of the Districts shall act as the Nominating Committee for that District.
- iv. The District Executive, via the IMA head office, shall provide notice of the District Meeting with the date, time and location of the District Executive election, by regular post or electronic format to each voting member in the District no less than 30 days prior to such meeting.
- v. At the meeting called pursuant to paragraph (iv) above, the District Nominating Committee shall ask for nominations for the position of District Director. Nominations shall be made by the District's voting members present at the meeting.
- vi. If only one person is nominated, this person shall be acclaimed. If there is more than one nomination, the Nominating Committee shall provide a list of the nominated candidates to the IMA head office no later than five (5) days after the

close of nominations.

- vii. The IMA head office shall prepare the ballots with the names of each of the nominated candidates and shall by regular post or electronic format send a ballot to each voting member in the District within 10 days of receiving the list from the District Nominating Committee.
- viii. Ballots shall be returned to the IMA head office within 15 days following the sending of the ballot as noted in paragraph (vii) above. The IMA head office shall count the ballots and provide confirmation of the elected District Director to the members of the current District Executive.
- ix. The IMA head office shall also notify the voting members of the District and will post notice of the elected District Director on its website no later than five (5) days following the counting of the Ballots.

18. DISTRICT EXECUTIVE

- i. Each District shall have a District Executive composed of the following persons:
 - a. District Chair
 - b. District Vice-Chair
 - c. District Secretary-Treasurer
 - d. District Director
 - e. Such other officers as may be elected by the District Electors.
- ii. The office of Secretary-Treasurer may be divided so that there may be a Secretary and Treasurer which shall be determined by the respective District Executive and the duties in section 19 shall be divided accordingly.

19. DISTRICT EXECUTIVE – DUTIES

- i. The District Executive shall have the following duties:
 - a. District Chair: The District Chair shall, when present, preside at all District Meetings and shall be charged with the organization of District Meetings and the general management and supervision of the affairs of the District.
 - b. District Vice Chair: The District Vice-Chair shall exercise all the powers and responsibilities of the Chair in his/her absence, shall assist to plan and organize meetings and assist in the general management and supervision of the affairs of the District.

- c. District Secretary-Treasurer: The District Secretary-Treasurer shall keep the Minutes of all District Meetings and District Executive Meetings, shall keep and be responsible for all books and accounts for the District, shall be the custodian of any monies or properties belonging to the District and shall be charged with the responsibility of notifying electors of District Meetings.
- d. District Director: The District Director shall participate in the general management and supervision of the affairs of the District, shall be a
- e. Director of the IMA and shall communicate all matters between the District and the Board of Directors. In the absence of both the District Chair and Vice-Chair, the District Director shall act as the District Chair.

20. DISTRICT EXECUTIVE - QUALIFICATION, ELECTION AND REMOVAL

- i. The District Executive of each District shall be elected bi-annually by the electors of each District, from among the electors thereof then in good standing.
- ii. The District Executive of each District shall make rules prescribing the manner of nominating and electing the District Executive of their respective Districts. In the event that one or more of the duly elected members of the District Executive fail to carry out their respective duties, any five (5) electors of a District may call a Special Meeting of the District by sending Notice of such meeting to the electors by regular mail or electronic format not less than ten (10) days prior to the date set for such meeting, and any member of the District Executive may be removed at such meeting by a vote of two-thirds of the votes cast thereat.

21. DISTRICT MEETINGS

The provisions in this By-law respecting meetings of the members of the IMA shall apply to the District Meetings.

22. BANKING ARRANGEMENTS

The banking business of the IMA shall be transacted with such bank, trust company or other firm or corporation carrying on a banking business as the Board may designate, appoint or authorize from time to time by resolution, and all such banking business or any part thereof shall be transacted on behalf of the IMA by one or more officers and/or other persons as the Board may designate, direct or authorize from time to time by resolutions and to the extent therein provided.

23. EXECUTION OF INSTRUMENTS

Deeds, transfers, assignments, contracts and obligations on behalf of the IMA may be signed by the President and the Secretary or the Executive Director and the corporate seal shall be affixed to such instruments as require same. The Board may at any time direct the manner in which, and the person or persons by whom any particular deed, transfer, contracts or obligations of the IMA may or shall be signed.

24. FINANCIAL YEAR

Unless otherwise determined by resolution of the Board, the fiscal year of the IMA shall commence on April 1 and terminate on March 31 each year.

25. INDEMNIFICATION OF DIRECTORS AND OFFICERS

Every Director or Officer of the IMA, including the District Directors and Officers, and their respective heirs, executors, administrators and assigns, shall from time to time and at all times, be indemnified and saved harmless, subject to the provisions of all applicable statutes, out of the funds of the IMA from and against any liability and all costs, charges and expenses sustained or incurred in respect of any action, suit or proceeding that is proposed or commenced against them for or in respect of the execution of the duties of his/her office.

26. ELECTION AND COMMITTEE – RULES

- i. The Board of Directors may by resolution, enact rules respecting the following matters:
 - a. The methods and procedures for nominating and electing officers of the IMA and for the conducting of members' meetings consistent with this By-Law;
 - b. The establishment of Standing Committees and Special Committees of the IMA and prescribing the composition, powers, duties and terms of reference of each; and
 - c. Any incidental matter bearing upon the administration of the IMA not required to be the subject matter of a by-law.

27. IMA SCHOLARSHIP TRUST FUND

The Board of Directors shall appoint from the membership four (4) members to serve as

trustees of the IMA Scholarship Trust Fund. All trustees so appointed shall serve at the pleasure of the Board of Directors.

28. REGISTRAR

- i. The Board of Directors shall appoint a person to be the Registrar.
- ii. The Registrar shall maintain a record of all members of the IMA, their respective classification and standing and particulars of all current and past academic undertakings of the IMA.

29. PROPOSED CHANGES

All prior by-laws, resolutions and proceedings of the IMA are hereby amended, modified and revised in order to give effect to this By-Law. By-Laws of the IMA may be enacted, repealed or amended by by-law enacted by a majority of the Directors at a meeting of the Board of Directors and thereafter confirmed by at least two-thirds of the members present at the next annual meeting, at a special meeting duly called for the purpose of considering the said by-law, or by a two thirds majority of ballots mailed in by members in good standing or provided by them via electronic format.

APPROVED by the Board of Directors this 25th day of April, 2019



Greg Baxter, M.I.M.A.
PRESIDENT



Mario Vittiglio, M.I.M.A.
SECRETARY and Executive Director

RATIFIED by the majority of IMA members this 25th day of June, 2019



Greg Baxter, M.I.M.A.
PRESIDENT



Mario Vittiglio, M.I.M.A.
SECRETARY and Executive Director