

**ARTICLES OF INCORPORATION
OF
IOWA FLOODPLAIN AND STORMWATER MANAGEMENT ASSOCIATION**

To further the purpose of organizing as a public benefit, nonprofit corporation in the State of Iowa, the following Articles of Incorporation are adopted.

ARTICLE I – NAME

The name of the corporation shall be Iowa Floodplain and Stormwater Management Association (the “Association”).

ARTICLE II –REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial Registered Agent is: Ken DeKeyser. The address of the corporation’s initial Registered Office in Linn County, Iowa is: Hall and Hall Engineers, Inc., 1860 Boyson Road, Hiawatha, Iowa 52233. The phone number is (319)362-9548.

ARTICLE III –INCORPORATORS

Following are the names and addresses of initial Incorporators.

Ken DeKeyser, PE, LSI, CPESC, CFM
Hall and Hall Engineers, Inc.
1860 Boyson Road
Hiawatha, Iowa 52233

Julie Tallman, CFM, CPESC
City of Iowa City
410 E. Washington Street
Iowa City, Iowa 52240-1826

Luis Leon, PE, LEED AP, CFM, TSP
LT Leon Associates, Inc.
111 51st Street
Des Moines, Iowa 50312

Sandy Pumphrey, EIT, CFM, CPESC
City of Cedar Rapids
1201 6th Street SW
Cedar Rapids, Iowa 52404

Leanne Harter, CFM, AICP
Story County Planning and Zoning
900 6th Street
Nevada, Iowa 50201

ARTICLE IV – MEMBERS

The Association shall have members. Membership eligibility shall be addressed in the bylaws of the Association.

ARTICLE V – DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the Association, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be distributed by a court of competent jurisdiction of the county in which the principal office of the Association is then located,

exclusively for such purposes or to such organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.

ARTICLE VI – SCOPE OF ACTIVITY

The Association is organized exclusively for educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The Association is one which does not contemplate pecuniary gain or profit to the members thereof, and is organized solely for nonprofit purposes.

ARTICLE VII – PROHIBITED AND LIMITED ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation 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 VI hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code (or the corresponding section of any future federal tax code).

EFFECT OF ADOPTION

IN WITNESS WHEREOF, the Incorporators have caused the execution of the foregoing Articles of Incorporation on the 24 day of May, 2010.

Iowa Floodplain and Stormwater Management Association
An Iowa Nonprofit Corporation

By: 

Julie Tallman
Incorporator

By: 

Ken DeKeyser
Incorporator