

# **BYLAWS IDAHO DISTRICT EMPLOYEES ASSOCIATION**

## **ARTICLE I      NAME AND AFFILIATION**

The name of this organization is Idaho District Employees' Association (IDEA); and it shall be associated with the Idaho Association of Soil Conservation Districts (IASCD), the National Association of Soil Conservation Districts (NACD), Pacific Regional Conservation District Employees' Association (PRCDEA), and the National Conservation District Employees' Association (NCDEA).

## **ARTICLE II      NATURE AND MISSION**

IDEA is a voluntary membership organization of Soil and Water Conservation District employees in Idaho. IDEA represents its members at Divisional, Regional, State and National levels on matters related to the Association's bylaws. IDEA's mission is to enhance communication, promote professional improvement, and increase effectiveness of Districts and their employees; and to foster a mutual partnership with conservation agencies, organizations and associations.

## **ARTICLE III      PURPOSE**

The primary purpose of IDEA shall be to strengthen the local Soil and Water Conservation Districts by:

1. Providing a system of communication whereby District Employees administering similar programs may more effectively exchange information and ideas, which will result in better coordination and effectiveness of these programs on a statewide basis.
2. Supporting and encouraging educational and professional improvement for District Employees.
3. Improving communications and working arrangements with other agencies identified in the District program.
4. Providing input into the activities of the IASCD Board of Directors, NACD, PRCDEA, NCDEA, NRCS, DEQ, SCC and other agencies and organizations to increase the effectiveness of District Employees for District programs.
5. Working with IASCD Committee Chairpersons to ensure secretarial support for recording minutes during the IASCD State Conference Committee meetings.
6. Upholding the IASCD and NACD bylaws, District Law and the Mutual Agreement between IDEA, IASCD, ISCC and NRCS.
7. Informing District Employees of current events, job opportunities, etc.

## **ARTICLE IV          MEMBERSHIP**

1. The membership of this Association shall consist of any full-time or part-time employee who serves under the direction of a legally organized Conservation District within the State of Idaho.
2. Dues are **\$35.00** per District (includes all District employees and Supervisors). A District shall be in good standing when dues are paid by IASCD spring division meetings. IDEA Directors must have their dues paid prior to the January Directors' meeting.

Dues paid in full entitle the District to a single vote in Association matters. Voting by proxy shall not be permitted. Only members present at a meeting can vote. The Board of Directors, with the concurrence of a single majority of the Association members in good standing in attendance, may provide for the assessment of dues from time to time as may be necessary for the operation of the Association.

3. Association matters decided at the annual IDEA meeting shall be approved by a simple majority vote.

## **ARTICLE V          MEETINGS**

It is the responsibility of the Board of Directors to set the time and place of regular board meetings, annual meetings, and to call special meetings when it is deemed to be in the best interest of Conservation Districts and their employees.

Notices of all meetings must be mailed to the general membership at least 30 days prior to the meeting.

Parliamentary procedure will be used based on "Roberts Rules of Order".

1. Meeting of the general membership:
  - a. IDEA shall hold its annual meeting during the IASCD State Conference.
  - b. A meeting can be called by a majority of the members of the Board of Directors.
  - c. A quorum will consist of members in good standing present.
2. Meetings of the Board of Directors:
  - a. A quorum will consist of a majority (4) of the board members for the transactions of business.
3. Special meetings:
  - a. May be called by the President or when requested by the Board of Directors.

## **ARTICLE VI          BOARD OF DIRECTORS**

The powers of this Association shall be vested in a Board of seven (7) Directors, six (6) of whom shall be elected by their Districts in each Division that are in good standing and one (1) Director At Large to be chosen from the same Division as the President of IDEA. A director must be a District Employee and a member in good standing of IDEA.

The Board of Directors shall have power to conduct, manage, and control the business affairs of IDEA, and make rules not inconsistent with the laws of the State of Idaho.

**Officers**

Directors shall, at the first meeting following the state conference, elect one of their members to act as President, Vice President, Secretary, Treasurer and Historian for a term of two (2) years. The Directors elected by their respective Divisions shall be considered nominees for office. The President, Vice President, Secretary and Treasurer must each be a member of the Board of Directors. When the duties do not conflict, one person may hold more than one of these offices.

**ARTICLE VII      PRESIDENT**

The President shall preside at all meetings of the IDEA Directors and general sessions and shall perform such other duties as may be assigned by actions of IDEA. The President shall sign all written documents, which have first been approved by the Board of Directors.

**ARTICLE VIII      VICE PRESIDENT**

In the event of the absence of the pre-assigned, or the President’s inability to act, the Vice President shall act as President. The Vice President will be custodian of the bylaws.

**ARTICLE IX      SECRETARY**

The Secretary shall a) keep minutes of the proceedings of IDEA and Board of Director’s; b) see that all notices are duly given as required by law, regulation or the bylaws of IDEA; and perform all duties incident to the office of Secretary, and other such duties as may be assigned or delegated by the President, Board of Directors, or IDEA.

**ARTICLE X      TREASURER**

The Treasurer shall a) have general charge and custody of and be responsible for all funds of the Association; b) receive and request all dues; c) deposit all monies received in the name of the Association in such banks or other depository as may be designated by the Board of Directors; d) keep current and completed books and records of accounts; and e) perform all duties incident to the office of Treasurer, and other such duties as may be assigned or delegated by the President, Board of Directors, or IDEA.

Any officer vacating their position, for whatever reason, must provide any and all official IDEA records to the Board of Directors.

**ARTICLE XI      HISTORIAN**

The Historian shall a) maintain activity information for IDEA; b) Report to the IDEA Directors at their bi-annual meetings in January and July; c) prepare a report for the IASCD conference in November; d) IDEA historian duties for preparing reports will include but are not limited to the following: Maintain a binder including the following; 1) Bylaws; 2) IDEA meeting minutes; 3) Conference activities; 4) Recognition activities; 5) Keep permanent records and photos.

**ARTICLE XII      ELECTIONS**

The members thereof at the fall division meetings preceding the state conference shall elect the board members in their respective divisions. In the election of Directors, each District present shall be entitled to one vote. Each Division shall elect one Director and one alternate who shall serve a two (2) year term. Divisions II, IV, and VI shall hold elections on even numbered years; Divisions I, III, and V shall hold elections on odd numbered years. In the event of a missed election, the Directorship will be considered vacant until an election can be held at the next regularly scheduled Division meeting. If the Division Directorship becomes vacant and the alternate is not available to fill that position, the Board will appoint an Acting Director.

### **ARTICLE XIII            TERMS**

Directors may serve two (2) consecutive terms and may be re-elected after a one (1) year absence from the Board of Directors. Initially, the term will be staggered at the Board of Directors discretion. The terms of office shall begin immediately after the close of the IASCD State Conference. Any Director who is absent from two (2) or more consecutive Directors' meetings may be removed by a 2/3 vote of their Division members and replaced by the alternate in that Division.

### **ARTICLE XIV            VACANCIES**

If a Division Director vacates the position, and an alternate from the same Division is not available, the Board of Directors may appoint an acting Director from another Division who shall serve until the next Division meeting at which time a Director shall be elected to serve out the vacancy.

### **ARTICLE XV            DUTIES**

A Director's duties shall include: a) develop a detailed plan of work; b) develop a draft budget to implement the Annual Plan of Work; and c) carry out the day-to-day responsibilities of IDEA.

### **ARTICLE XVI            LIAISONS**

A liaison shall be sought from each of the following: IASCD, IASCD Auxiliary, NACD, PRCDEA, NRCS and SCC. These individuals shall serve as ex officio members.

### **ARTICLE XVII           FINANCE**

All funds of the Association shall be deposited in such bank or banks as the Directors shall designate and shall be withdrawn only upon order of the Treasurer and President, or as approved within the minutes. If the office of Treasurer becomes vacant, the Vice President shall be empowered to perform all of the duties of the Treasurer until the Board of Directors fills the vacancy.

Contributions, donations, earned income, gifts, and other legal revenues shall be accepted to carry out the work of the Association. The Board of Directors shall provide for an annual financial review/financial compilation performed by an independent source. All disbursements shall be properly itemized, verified, and certified by the Treasurer and President before payment. No power to borrow money or otherwise incur indebtedness to the Association is granted to any officer, representative or member.

A proposed budget for the fiscal year (**January 1 – December 31**) following the annual meeting of the Association shall be presented for approval at each annual meeting. The budget shall be distributed to each member attending the annual meeting and must be approved by a 2/3 majority vote of the Board and general membership attending.

## **ARTICLE XVIII            DIVISIONAL WORKSHOPS**

Contingent upon funding, the Association will provide each division with funds to conduct workshops, which support ARTICLE III of these bylaws under the following conditions:

1. A balance as of January 1<sup>st</sup> of no less than \$1,500.00 in the Association budget.
2. A written request made to the Board by the Division Director hosting the proposed workshop (to include an agenda and proposed costs).
3. Once approved by the Board, workshop costs will be paid by the Association on a reimbursable basis only.
4. Association will pay actual workshop costs based upon receipts.
5. Workshop funds are available on an annual basis only and are not carried over into the next year. If funds are not used, those funds will remain with the Association.

## **ARTICLE XIX            PROGRAM SPONSORSHIPS**

A letter of invitation will be forwarded to interested parties asking for financial assistance. Program sponsorship requests shall be submitted to the Board prior to the January board meeting.

## **ARTICLE XX            COMPENSATION**

Members of the Board of Directors shall serve without compensation. However, the Board of Directors shall approve of reasonable, specific expenses incurred by members in the lawful transaction of Association business. The following expenses shall be reimbursed to Board Members and alternates acting in the absence of their division Director, upon receipts:

1. Mileage, airfare or vehicle based on the most economic mode of transportation (unless unforeseen circumstances arise).
2. One (1) night's lodging (at a pre-arranged facility).
3. Any meal associated with an IDEA meeting will be evaluated on an individual basis and not to exceed Idaho State Travel Policies and Procedures. Additional lodging costs will be evaluated on the same basis.

## **ARTICLE XX1            SUSPENSION AND EXPULSION OF MEMBERS**

The Board of Directors shall have summary power by 2/3 vote of the Directors to suspend or to expel and terminate the membership of any District Employee for conduct which in its opinion disturb the order, dignity, business, harmony, or impair the good name, popularity or prosperity of IDEA, or which is likely in its opinion to endanger the welfare, interest or character of IDEA or for any conduct in violation of these by-laws or of the rules and regulations of IDEA which may be made from time to time.

Such action by the Board of Directors may be taken at any meeting of such Board upon the initiative of any Board member or District employee. The proceedings of the Board of Directors in such matters shall be final and conclusive.

## **ARTICLE XXII            AMENDMENTS**

These bylaws shall be amended by a simple majority vote of those present and in good standing, providing the meeting notice and a copy of the proposed changes have been sent to all members at least 30 days in advance. Proposed amendments shall be presented to the Board of Directors for review and screening before being presented on the floor for final adoption or rejection. Amended or new bylaws shall become effective at the close of the IASCD State Conference.

## **ARTICLE XXIII           DISSOLUTION**

Upon the dissolution of the Idaho District Employees Association, all Directors shall transfer any assets, records, or other possessions of that organization to the Treasurer of the Idaho Association of Soil Conservation Districts.

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Sharon Kinzer, IDEA President  
Adopted November 9, 2004  
IASCD Conference in Moscow, Idaho