

IDAHO CHAPTER
SOIL AND WATER CONSERVATION SOCIETY, INCORPORATED
BY-LAWS

ARTICLE I. NAME

The name of this Chapter of the Soil and Water Conservation Society, Inc. shall be the Idaho Chapter.

ARTICLE II. TERRITORY

All of the State of Idaho south of Idaho County shall be included in the territory of the Chapter. The headquarters of the Chapter shall be the address of the presiding President.

ARTICLE III. OBJECTIVES

The objectives of this Chapter shall be the development and advancement of the science and art of good land and water use and management, and the promotion of the conservation of soil, water, air, and related renewable natural resources, including, without limitation, trees, grass, fish, wildlife, and all forms of beneficial plant and animal life, and for these purposes to employ education of the people and other appropriate means, to the end that people of all nations may have the use and enjoyment of these resources forever.

ARTICLE IV. MEMBERSHIP

Section 1. The classes of membership shall be the same as those of the Parent Society as stated in Article III of the Society's by-laws.

Section 2. Eligibility requirements for Chapter membership shall be membership in the Parent Society. Any eligible person may become a member of the Idaho Chapter regardless of where the person may reside.

Section 3. Anyone who believes they are eligible for membership in the Parent Society and also wishes to become a member of the Chapter may make application to the Parent Society by either mailing in an application form to the Parent Society or using the SWCS on-line application form (<http://www.swcs.org/>).

Section 4. Any member of the Parent Society is entitled to attend the meetings of the Idaho Chapter. Only Chapter members may vote, serve on standing committees, or hold office in the Chapter. Non-members may serve on technical committees, but the Chairman of the Committee must be a Chapter member.

Section 5. Membership may be terminated by voluntary resignation, failure to pay dues, or by two-thirds vote of the Executive Council. Termination of membership for reasons other than voluntary resignation or non-payment of dues shall be preceded by 30 days notification before action is taken against the member whose membership is in jeopardy, so that such member shall

have an opportunity to defend himself or herself against accusations made or pending against him or her.

ARTICLE V. EXECUTIVE COUNCIL

Section 1. The Chapter shall have a governing body known as the Executive Council consisting of the President, President-elect, Secretary-Treasurer, and the immediate Past-President.

Section 2. Any question concerning the election or term of any Executive Council member not covered by these by-laws shall be determined by the Executive Council.

Section 3. The Executive Council shall: (1) control and manage the affairs and funds of the Chapter, (2) approve the filling of the unexpired term any vacancy occurring in the membership of the Executive Council, (3) recommend to the Chapter the adoption of amendments or revisions of the by-laws, and (4) perform such other duties as may be prescribed in the by-laws. A majority of the members of the Executive Council shall be required for a quorum for the transaction of business. Except as may be otherwise specifically provided in the by-laws, a majority vote of the members of the Executive Council voting on any matter within the scope of the authority of the Executive Council shall be required for its determination.

Section 4. Meetings of the Executive Council may be called by the President or by a majority of the Executive Council. At least seven days notice of the date and place of each teleconference or fourteen days notice of the date and place of each face-to-face meeting; and of the general nature of the business to be acted upon shall be given to all members of the Executive Council by mail, email, or in person; provided that, in case of an emergency, which shall be stated in the notice, a meeting be called upon not less than three days notice.

ARTICLE VI. OFFICERS

Section 1. The principal officers of the Chapter shall be: President, President-elect, Secretary-Treasurer, each of whom must be a member in good standing. No individual may hold more than one office in the Chapter at the same time. All officers are elected by the Chapter membership except for the Secretary-Treasurer, who is appointed by the President and approved by the Executive Council.

Section 2. The term of office of elected and appointed officers shall commence immediately following the Chapter's annual meeting, or by January 1, if an annual meeting is not held. The term of office of elected and appointed officers shall be two years. Elections and appointments shall take place during even-numbered years.

Section 3. Each elected officer shall serve until a successor has been elected and has qualified.

Section 4. The President shall preside at meetings of the Chapter and the Executive Council, appoint all committees unless otherwise directed by the Executive Council or by vote of the Chapter, and perform all other duties incident to the office.

Section 5. In the absence or disability of the President, the President-elect shall serve. In the absence or disability of the President and President-elect, the Executive Council shall elect a President Pro Tem who may or may not be a member of the Executive Council.

Section 6. The Secretary-Treasurer, with assistance from the President, shall keep the minutes of the Chapter meetings, issue notices of meetings, and perform all other duties incident to the office. The Secretary-Treasurer shall prepare, in collaboration with the immediate Past-President and President, an annual report of the Chapter's activities for submission to the Parent Society as per their request.

Section 7. The Secretary-Treasurer will be responsible for managing funds and keeping financial records of the Chapter. Accounts shall be audited at the close of each year as directed by the President. The Secretary-Treasurer will prepare a financial statement for presentation at the Chapter's annual meeting. The Secretary-Treasurer will promptly turn over to the newly appointed Secretary-Treasurer all materials and funds at the close of his or her term of office.

Section 8. Election of Officers:

(a) Nomination Procedure- The Executive Council will select at least one candidate for office. Candidates for office will be for President-elect. The President will be responsible for contacting all nominees and obtaining their acceptance. All nominations will be forwarded to the Chapter Secretary-Treasurer at least four weeks prior to the annual meeting.

(b) Election of Officers- Election of officers will be by mail or email ballot. Ballots will be mailed or emailed to all voting members at least three weeks prior to the annual meeting. Candidates will be elected by simple majority of votes cast. In case of a tie, the winner will be decided by flipping a coin. The elected candidates will be announced and introduced at the annual meeting. The Executive Council will inform candidates of their selection immediately after the ballots are counted. The outgoing President will notify the national President and Executive Secretary of the new officer selection immediately after the annual meeting, but not later than January 1.

(c) Vacancies and resignations- Vacancies occurring in any Chapter office shall be filled by the President and approved by the Executive Council at their next meeting. A vacancy in any office may be declared by the Executive Council for good and sufficient reason.

ARTICLE VII. COMMITTEES

Section 1. Committees may be established by the President. There may be standing, technical, and/or temporary committees. Standing committees shall be a Membership Committee, Public Outreach and Education Committee, Legislative Committee, and others as deemed necessary by the Executive Council. Chairpersons of standing committees shall serve until the end of the year and be eligible for reappointment. Technical committees to be used for the ensuing year will be announced at the annual meeting. Temporary committees shall serve at the discretion of the Executive Council and until their function is accomplished.

Section 2. The Membership Committee will take necessary steps to promote and maintain the membership of the Chapter.

Section 3. The Public Outreach and Education Committee shall be responsible for issuing at least two newsletters per year on Chapter affairs and informing the membership of other pertinent facts on natural resource issues of special interest to the Chapter. If there is no Public Outreach and Education Committee appointed, the Chapter newsletters shall be assembled and issued by the Executive Council.

Section 4. The Legislative Committee will advise the Executive Council on national, state, and local activities affecting natural resource issues within the Chapter.

ARTICLE VIII. CHAPTER MEETINGS

Section 1. The President will conduct an annual meeting of the Chapter after September 1 and before December 15 each year. There may be a summer meeting or tour held by the Chapter as directed by the President. The Executive Council shall notify the Chapter membership of the exact time and place at least 30 days in advance of any meeting.

Section 2. Special meetings shall be called by the President upon written petitions of not less than ten Chapter members, or whenever in the opinion of the President, there is business that should be brought before the membership for action prior to the next regular meeting. At least fifteen days advance notice must be given of any special meeting and all members will be notified. Any business which may properly come before the Chapter members may be discussed and acted upon at the annual or regular meeting. Only that business may be discussed or acted upon at a special meeting that has been announced by written notice sent by the Executive Council to the Chapter membership.

Section 3. The order of business and all parliamentary procedures at any meeting shall be in accordance with Robert's Rules of Order except where this may conflict with the constitution and by-laws of the Parent Society.

ARTICLE IX. DUES AND FUNDS

Section 1. Dues are payable annually in advance of the member's declared anniversary date. Changes in the Chapter dues must be approved by a majority of the Chapter members voting at the annual meeting.

Section 2. The funds of the Chapter shall be the responsibility of the Executive Council. Any amount which is not needed for current use shall be deposited to the credit of the Chapter. The Executive Council may approve reasonable bank charges for the account.

ARTICLE X. SECTIONS

There are currently no established sections of the Idaho Chapter. Article X shall be reserved for Section by-laws if needed in the future.

ARTICLE XI. DISSOLUTION

Section 1. This Chapter may be dissolved by vote of the Council of the Parent Society or by two-thirds of the members present at a Chapter meeting provided that written notice of the intention to vote upon dissolution be sent to each Chapter member at the time that notice of the meeting is announced.

Section 2. If dissolution is favorably acted upon, all just debts shall be paid out of the funds of the Chapter. All remaining money and other assets shall be transferred to the Parent Society. All records, correspondence, and other papers shall be forwarded to the President of the Parent Society for filing or disposal by the Society.

ARTICLE XII. AMENDMENT

These by-laws may be amended by two-thirds favorable vote of members present at the annual meeting or any special meeting called for this purpose, provided that in every case written notice of the proposed amendment be sent to each Chapter member at the time that notice of the date of the meeting is announced.

ARTICLE XIII. ENACTING CLAUSE

These by-laws shall be submitted to the members of the R. N. Irving Chapter of the Soil and Water Conservation Society, Inc. in the territory described in Article II who are in good standing, and when approved by a two-thirds majority of those present and voting, shall become operative. These by-laws were approved as amended unanimously by the members present at the annual meeting held December 1, 1995. These by-laws were then amended by more than a two-thirds vote of members present at the annual meeting held November 12, 2001, to make a name change for the Chapter, from the R. N. Irving Chapter back to the original name of Idaho Chapter. These by-laws were again amended by a special ballot of Chapter members, and approved by more than a two-thirds vote of members present at the annual meeting held November 30, 2006 (Articles IV, V, VI, and X were amended).