

BYLAWS
IDAHO DISTRICT EMPLOYEES ASSOCIATION

ARTICLE I NAME AND AFFILIATION

The name of this organization shall be the Idaho District Employees Association (IDEA). IDEA shall be affiliated with the Idaho Association of Soil Conservation Districts (IASCD), the National Association of Soil Conservation Districts (NACD), the 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 state and regional levels on matters consistent with IDEA's mission, purpose, and goals. IDEA's mission is to increase the effectiveness of conservation districts by increasing the effectiveness of conservation district employees.

ARTICLE III PURPOSE

The primary purpose of IDEA shall be to strengthen local soil and water conservation districts by promoting and/or facilitating communication, professional development, and partnership development.

ARTICLE IV MEMBERSHIP

1. The membership of IDEA 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 that is in good standing.
2. A district shall be in good standing when dues are paid prior to the IASCD spring division meetings.
3. Annual membership dues shall be the amount stated in the most recently approved and adopted IDEA Policies and Procedures manual. Only members that have paid their dues and are present at a meeting are entitled to a single vote in Association matters. Voting by proxy shall not be permitted. The Board of Directors with the concurrence of the majority of the Association members in good standing and in attendance may provide for the assessment of dues from time to time as may be necessary for the operation of the Association.
4. Association matters presented at IDEA annual membership meetings 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 membership meetings, and special meetings when it is deemed to be in the best interest of conservation districts and their employees.

1. Membership meetings:
 - a. IDEA shall hold its annual membership meeting during the IASCD annual conference.
 - b. A membership meeting may be called by a majority of the Board of Directors.
 - c. A quorum shall consist of members in good standing present.

2. Meetings of the Board of Directors:
 - a. The Board of Directors shall meet prior to the IASCD annual conference and IDEA annual membership meeting to elect officers. Officers shall be announced at the IASCD annual conference.
 - b. The Board of Directors shall hold a winter and summer meeting.
 - c. A quorum shall consist of a majority (4) of the Directors for the transactions of business.

3. Special meetings:
 - a. A special meeting 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 districts in good standing within each of the six divisions and one (1) Director At Large to be elected from the same division as the President of IDEA. A Director must be an employee of a district in good standing. 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 meeting of the Board of Directors held prior to the IDEA annual membership meeting, elect one of their members to act as President, Vice President, Secretary, Treasurer and Historian for a term of two (2) years. 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. Any officer vacating their position, for whatever reason, must provide any and all official IDEA records to the Board of Directors within thirty (30) days after vacating office.

ARTICLE VII PRESIDENT

The President shall preside at all meetings of the IDEA Directors and membership and shall perform such 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. In the event the President is unable to complete a term, the Vice President shall be appointed to complete the remaining term of the President and fulfill the duties of President.

ARTICLE VIII VICE PRESIDENT

The Vice President shall be the custodian of the bylaws and annual plan. In the event the Vice President is appointed to fulfill a term of the President, the Board of Directors shall appoint someone to fill the office of Vice President for the remainder of the term.

ARTICLE IX

SECRETARY

The Secretary shall keep minutes of the proceedings of IDEA and Board of Directors, send out meeting notices and agendas, and perform 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 accurate 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.

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 IDEA general membership meeting in November; d) maintain a binder including the following: 1) Bylaws; 2) IDEA meeting minutes; 3) Conference activities; 4) Recognition activities; 5) other permanent records and photos.

ARTICLE XII

ELECTIONS

At the fall division meetings preceding the state conference, districts in good standing shall elect a Director for 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 four (4) year term. Divisions II, IV, and VI shall hold elections in even numbered years; Divisions I, III, and V shall hold elections in 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 of Directors shall appoint an Acting Director. Each division Director will be responsible for their terms and elections.

ARTICLE XIII

TERMS

Directors may serve two (2) consecutive four (4) year terms. Additional terms may be served by the same Division Director if after the third two-year term a new Director is not found and elected. The goal is for each Division to have representation from their own respective Division. The terms of office shall begin immediately after the close of the IASCD annual conference. Any Director who is absent from two (2) or more consecutive Director Meetings and is not represented by their alternate or division representative 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 Director vacates the position, and an Alternate from the same Division is not available, the Board of Directors may appoint an Acting Director who shall serve until the next division meeting at which time a Director shall be elected to fulfill the term. The temporary appointee may be from any division. All official IDEA records shall be provided to newly elected officers within 30 days of vacating office.

ARTICLE XV

DUTIES

Directors' duties shall include: a) developing an Annual Work Plan; b) developing a budget to implement the Annual Work Plan; and c) carrying out the responsibilities set forth in the Bylaws and Annual Work Plan.

ARTICLE XVI

LIAISONS

A liaison shall be sought from each of the following: IASCD, IASCD Auxiliary, SWC, and NRCS. 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. The Treasurer shall follow current accounting procedures policy.

Contributions, donations, earned income, gifts, and other legal revenues shall be accepted to carry out the work of the Association. The Board of Directors may provide for a financial review/financial compilation performed by an independent source if recommended by a member(s) in good standing and a voting majority of members in good standing at Annual Conference. 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

DIVISION 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 1st 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. Board approved workshop costs will be paid by the Association on a reimbursable basis only.
4. The Association will pay actual workshop costs based upon receipts not to exceed an approved budget.
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

Program sponsorship requests shall be submitted to the Board of Directors.

ARTICLE XX

COMPENSATION

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

1. Mileage, airfare or vehicle based on the most economic mode of transportation (unless unforeseen circumstances arise).
2. Lodging accommodations will be for the duration of official IDEA business and will be contingent on the approved yearly budget.
3. Any meal(s) associated with an IDEA meeting or official IDEA business, contingent on the approved yearly budget, will be evaluated on an individual basis and shall not exceed Idaho State Travel Policies and Procedures.

ARTICLE XXI

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 disturbs the order, dignity, business, harmony, or impairs 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 bylaws 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, provided 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 annual conference.

ARTICLE XXIII

DISSOLUTION

Upon the dissolution of the Idaho District Employees Association, all Directors shall transfer any financial and physical assets or other possessions of that organization equally to Districts in good standing. All records will be transferred to the Idaho Historical Society.

- Original signed & on file -

Robbie Taylor, IDEA President
Approved and Adopted November 14, 2019
IASCD Annual Conference, Boise, Idaho