



BYLAWS

of the

Inland Empire Chapter Soil and Water Conservation Society

November 2010

BYLAWS
Inland Empire Chapter
Soil and Water Conservation Society
November 2010

These Bylaws establish the methods of procedure, duties of officers and objectives of Chapter members. They supplement the Articles of Incorporation which have been filed at the Office of the Secretary of State in Olympia, WA.

Article 1 - Definitions Regarding Names

Section 1: The term Chapter shall mean Inland Empire Chapter.

Section 2: The term Council shall mean the Executive Council of the Chapter

Section 3: The term Society shall mean Soil and Water Conservation Society, Inc.

Article 2 - Chapter Area

Section 1: The geographic area of the Chapter shall include the counties of Okanogan, Ferry, Stevens, Pend Oreille, Spokane, Lincoln, Douglas, Chelan, Kittitas, Yakima, Grant, Adams, Whitman, Franklin, Benton, Klickitat, Columbia, Walla Walla, Garfield and Asotin in eastern Washington; and Boundary, Bonner, Kootenai, Benewah, Latah, Nez Perce, Lewis, Shoshone, Clearwater and that part of Idaho County lying north of the Salmon River in northern Idaho.

Section 2: The Chapter shall be divided into five geographical regions. A director shall be elected to represent each of these regions as a member of the Executive Council. These regions are defined as follows:

1. Northern Washington – consisting of the counties of Chelan, Douglas, Ferry, Okanogan, Pend Oreille and Stevens.
2. Central Washington – consisting of the counties of Benton, Franklin, Grant, Kittitas, Klickitat and Yakima.
3. Southeastern Washington – consisting of the counties of Adams, Asotin, Columbia, Garfield, Lincoln, Spokane, Walla Walla and Whitman.
4. Northern Idaho Panhandle – consisting of the counties of Benewah, Bonner, Boundary, Kootenai and Shoshone.
5. Southern Idaho Panhandle – consisting of the counties of Clearwater, Latah, Lewis, Nez Perce and the portion of Idaho County that lies north of the Salmon River.

Article 3 – Objectives

Section 1: The objectives of the Chapter shall be the same as those of the Society, as a nonprofit educational and scientific organization dedicated to advancing the science and art of good land and water use.

Article 4 – Membership

Section 1: Membership in the Chapter shall be limited to persons holding membership in the Society (SWCS).

Section 2: Only persons who qualify under Section 1 and who have paid annual Chapter dues shall be members in the Chapter. Each shall have one vote in Chapter elections, may serve on committees, and may hold office in the Chapter.

Section 3: Membership in the Chapter shall end upon termination of membership in the Society; by failure to pay Chapter dues within 60 days after the membership date as set by the Society; or by resignation.

Section 4: Annual dues of the Chapter shall be an amount set by the Executive Council based on the needs of the Chapter. Society and Chapter dues shall be payable together to the Society headquarters.

Article 5 – Officers and Directors

Section 1: Officers shall be President, Past President, Vice President, Secretary and Treasurer. All newly elected officers and directors shall be installed at the close of the spring chapter meeting.

Section 2: The President, Vice President and Past President shall serve two-year terms. The Vice President will succeed to the office of President immediately following the two-year term as Vice President. The President will succeed to the office of Past President immediately following the two-year term as President. The terms of these offices will begin on odd years.

Section 3: The President will be responsible for conducting the affairs of the Chapter and the Council. The President will be assisted by the other officers and Council members. The President shall appoint such task forces and committees, and make additional individual appointments as needed to carry out the work of the Chapter.

Section 4: The Vice President shall assist the President, assume the duties of the President in case of absence or disability in both Chapter and Council affairs, serve as program chair for Chapter meetings, and serve as chair of the Nominating Committee.

Section 5: The Secretary and the Treasurer shall serve two-year terms to afford continuity of Chapter operations. The term of Secretary shall begin on odd years and the term of Treasurer shall begin on even years. A person will serve no more than 3 consecutive two-year terms as Secretary or Treasurer.

Section 6: The Secretary shall be responsible for the minutes of meetings of both Chapter and Council, and records of the Chapter and Council. The Secretary shall be the routine correspondent for the President, in general business of the Chapter and Council.

Section 7: The Treasurer shall be responsible for the funds of the Chapter. This amounts to receiving all Chapter dues for the Society, gifts, grants and other funds, and keeping records of receipts. The Treasurer shall be responsible for disbursement and accounting for disbursement of all funds upon order of the President, and shall give a financial report to the chapter membership at each Chapter business meeting. The Treasurer shall be bonded in an appropriate amount, determined by the council, the bond paid for by Chapter funds.

Section 8: Regional Directors shall be elected to two-year renewable terms from a slate of candidates prepared by the Nominating Committee. Central Washington, Southeastern Washington, and Northern Idaho Panhandle directors shall be elected in even-numbered years; and Northern Washington and Southern Idaho Panhandle directors in odd-numbered years. A person will serve no more than 3 consecutive two-year terms as a Regional Director.

Article 6 - Executive Council

Section 1: The Council shall manage the affairs and finances of the Chapter. It shall direct the President in disbursements of the funds of the Chapter.

Section 2: The Council will determine the direction and scope of Chapter programs. It shall review all suggestions for activities made from the membership and either determine action to be taken, or refer the suggestion to the Chapter membership for acceptance or rejection.

Section 3: The Council shall make appointments from the membership to fill the unexpired term of any officer, vacant for whatever reason.

Section 4: The Council shall review and recommend to the Chapter suggested revisions in Articles of Incorporation and Bylaws deemed necessary for the betterment of the Chapter.

Section 5: The Council will also perform such other duties as are prescribed by the Articles of Incorporation or Bylaws.

Section 6: Meetings of the Council shall be called by the President of the Chapter, as chair of the Council, or by a majority vote of the Council, as is necessary to conduct business of the Chapter.

Section 7: A majority of Council members shall be required to conduct Chapter business. A majority vote will be required to decide issues about Chapter affairs.

Section 8: The President, Vice President Secretary, Treasure, Immediate Past President, and Regional Directors shall comprise the Executive Council.

Article 7 - Chapter Meetings

Section 1: The Chapter shall hold two meetings annually, during early April and early November. The Council shall choose specific dates and locations for these meetings; and may deviate from these preferred time periods if necessary. The purposes of these meetings shall be to present educational programs; receive reports from officers and committees; and conduct business matters that require action by the chapter as a whole. The Nominating Committee shall present its slate of candidates at the fall meeting; and the results of the chapter elections shall be reported at the spring meeting.

Section 2: Chapter committees, task forces and other appointed groups may hold such meeting as are needed to carry out their purposes.

Section 3: Members are encouraged to participate in meetings, workshops and conferences sponsored by the Chapter.

Article 8 - Parliamentary Authority

Section 1: The rules contained in "Robert's Rules of Order--Revised" shall govern the Chapter in all cases to which they are applicable, and in which they are not inconsistent with the Bylaws or the special rules of order of this Chapter.

Article 9 - Amendments

Section 1: These Bylaws may be amended by a 60% majority vote of the Chapter members attending a regular business meeting.

Section 2: Any proposed amendment will be reviewed by the Council and circulated by mail to the membership at least 30 days prior to any business meeting at which such amendment is to be considered for adoption.

Section 3: No Bylaw provision or amendment may be adopted which is not in keeping with the Bylaws of the Society, Articles of Incorporation of the Chapter, or educational and scientific purposes of the Chapter. Upon official notification by the Society that a provision or amendment is not in keeping, and after due opportunity for hearing the Chapter, such provision or amendment shall be void and of no effect.

Section 4: Any change required by the Internal Revenue Service in order to establish or maintain status of the Society or the Chapter as an educational and scientific organization under Section 501(c)(3) of the Internal Revenue Code shall automatically be deemed a fully approved amendment to these Bylaws. The Secretary shall notify each Chapter member of such change(s) and reasons therefore, and provide revised text of the Bylaws.

Article 10 - Awards

Section 1: The Chapter shall sponsor the Chapter Achievement Award and Certificates of Merit.

Section 2: The Chapter Achievement Award may be given annually for outstanding contributions to the science or art of use and care of resources, of particular significance to the Chapter area.

Section 3: Certificates of Merit may be given annually to persons or groups within or outside the membership of the Chapter, for outstanding achievements in support of the goals and objectives of the Society.

Article 11 - Chapter Newsletter

Section 1: The Chapter shall publish a newsletter for its membership. The newsletter shall be prepared by a newsletter editor appointed by the President.

Section 2: The newsletter shall serve two purposes:
1) as an official medium to be used by the President for notices to the membership of matters requiring attention of the membership, aside from the annual business meeting, and
2) as a medium of exchange for semi-technical, social, or educational news pertinent to objectives and activities of the Chapter.

Article 12 - Committees and Task Forces

Section 1: Committees of members may be appointed by the President to develop and conduct business or educational programs for the Chapter.

Section 2: The President will name the committee, designate its purpose, and appoint a chair. The committee chair may select the committee members and petition approval of committee members from the President.

Section 3: Task forces may be named by the President to develop data, collect information, or serve in other temporary capacities. They shall function as would a committee.

Section 4: An auditing committee appointed by the President will audit the Chapter financial records each year and give a report to the Chapter members at each regular business meeting.

Article 13 - Nominations and Election Procedure

Section 1: Each year a Nominating Committee, headed and selected by the Vice President, shall select two or more candidates, if possible, for the office of Vice President. The Nominating Committee shall select two or more candidates, if possible, for the office of Secretary each even year and two or more candidates, if possible, for the office of Treasurer each odd year.

Section 2: The candidate's names shall be read to the Chapter at the annual fall meeting. At this meeting, additional candidates may be nominated from the floor. A ballot with candidate's names will be mailed to each Chapter member. Completed ballots will be returned to the Vice President by the date specified on the ballot. A majority vote of ballots returned by the closing date will elect a single candidate for each office. In the event that more than two candidates are on a ballot, a plurality of the vote will elect the candidate. Tie votes shall be resolved by the Council. In the event that no fall business meeting is held, the Nominating Committee report will be published in the newsletter.

Article 14 - Chapter Dissolution

Section 1: In the event that the Chapter is dissolved and/or ceases to function, all net assets shall be distributed to: Soil and Water Conservation Society 945 SW Ankeny Road Ankeny, Iowa 50023.