

# BYLAWS OF THE EASTERN IDAHO STOCK DOG ASSOCIATION

Revised March 1, 2023

## ARTICLE I - CONSTRUCTION

- 1.1 The following terms are equivalent to the definition given wherever used in the Bylaws:
- Association: The Eastern Idaho Stock Dog Association
  - EISDA: The Eastern Idaho Stock Dog Association
  - Board: The Board of Directors of the Association
  - Mail: Delivery by the US Postal Service, or by e-mail for those members who have registered an e-mail address with the Secretary
  - Shall/Will: Used to indicate actions that are required to meet the letter or intent of these Bylaws.
  - Member in Good Standing: A person who has paid all dues and fees for the calendar year.
- 1.2 All terms defined in the Bylaws have the same equivalency in any other Association documents.
- 1.3 The parliamentary authority for the Association shall be the Robert's Rules of Order.

## ARTICLE II - PURPOSE AND OBJECTIVES

- 2.1 The purpose and objectives of the Association are to develop the partnership of stock dogs and handlers for mutual enjoyment through educational opportunities.

## ARTICLE III - MEMBERSHIP

- 3.1 The membership of the Association shall consist of persons whose interest indicates that they will support the purpose of the Association and agree to abide by the Bylaws and Standing Rules. There are three (3) classes of members as follows:
- FAMILY: The family membership is a single membership that includes all persons in a single household. Family members are entitled to two (2) votes in person as represented by any adult member of the household.
  - INDIVIDUAL: Individual membership is limited to a single person who is entitled to one (1) vote in person. An individual membership may not be held by a person who is in a family membership, except as permitted on a case-by-case basis by majority vote of the Board pursuant to a written request by the affected person.
  - HONORARY: Any person so designated by the Board may be granted honorary membership. Each such honorary member has all the rights and

privileges of an individual member; however, he or she is not required to pay annual or other regular dues.

- 3.2 Membership in good standing requires that current dues and fees have been paid for the current calendar year and that the Board has not revoked the membership.
- 3.3 The Board may, by two-thirds (2/3) majority vote, revoke any membership.

#### **ARTICLE IV – DUES AND FEES**

- 4.1 Dues and fees shall be set by the Board and included in the Standing Rules of the Association attached hereto.
- 4.2 Dues correlate with the calendar year: January 1-December 31. Dues are payable on January 1 each year.

#### **ARTICLE V - MEETINGS OF MEMBERS**

- 5.1 The Association shall hold, at a minimum, quarterly meetings at a place and time to be designated by the Board. All meetings shall use an agenda of stated purposes to be discussed.
- 5.2 The 3rd quarterly meeting of the year shall include the nomination of officers and directors for the coming year.
- 5.3 The 1st quarterly meeting of the year shall be the Annual Meeting of the Association and shall include election of officers and directors for the year. Except for the Secretary and Treasurer, newly elected officers shall commence duties immediately. The Secretary and Treasurer shall begin duties at the close of the Annual Meeting.
- 5.4 Special Meetings: Special meetings of the Members may be called by the President, the Board, or by petition of twenty (20) percent of the Members in good standing and limited to the purpose(s) stated.
- 5.5 Notice of Meeting: A meeting notice will be sent by the Secretary not less than seven (7) or more than thirty (30) days before the date of the meeting and shall be limited to the purpose(s) stated.
- 5.6 Quorum: A membership of six present at any meeting constitutes a quorum. A simple majority of the quorum is sufficient to transact business, EXCEPT where a two-thirds majority or a ballot of the full membership is required in these Bylaws.

## **ARTICLE VI - MEETINGS OF BOARD OF DIRECTORS**

- 6.1 The business and affairs of the Association are managed by the Board, which shall consist of four (4) elected offices and three (4) elected directors as provided by Article VIII.
- 6.2 The Board shall determine its own schedule of meetings. Special meetings may be called by the President or by a 2/3 majority of members of the Board.
- 6.3 Notice of Board Meetings: Meeting notices shall be provided by the Secretary not less than two (2) days prior to the date of the meeting, and shall include an agenda.
- 6.4 Quorum: A majority of the Board in attendance shall constitute a quorum for the transaction of business. The act of majority of the Board present at the meeting at which a quorum is present shall be the act of the Board.
- 6.5 Actions via Electronic Communication: Actions taken by the Board can be executed using social media such as email or Facebook messaging. Majority approval is still required.

## **ARTICLE VII - OFFICERS AND DIRECTORS**

- 7.1 There shall be four (4) officers of the Association: President, Vice President, Secretary, and Treasurer. All officers shall be elected every two years by the general membership and shall each serve a two-year term.
- 7.2 There shall be four (4) directors of the Association that shall serve as members of the Board. Three directors shall serve for a three (3) year term, rotating so that at least one director shall be elected annually by the general membership. The retiring President shall become a director for the term of two years when he/she is succeeded by the next outgoing President.
- 7.3 Eligibility. A member nominated for the office of President or Vice President shall have been a member in good standing of the Association for a minimum of two years. Members nominated for Secretary, Treasurer or director shall be a member in good standing the year of the election.
- 7.4 Vacancy. In case of a vacancy in the office of President, the Vice President shall become President. Vacancies in other offices or directorships shall be filled by the Board until the next Annual Meeting when the members shall fill the vacancy for an unexpired term.
- 7.5 Powers and Duties of the Board: In addition to the powers and duties specified below, the Board shall have such powers and perform such duties as the Board may prescribe.

## VIII. DUTIES OF OFFICERS AND DIRECTORS

- 8.1 The officers and directors shall perform the duties prescribed by these Bylaws of this Association.
- 8.2 The President shall preside over all meetings of the Association and Board of Directions and shall appoint and oversee all committees and committee chairs except the nominating committee. Shall appoint a parliamentarian if needed. Shall be an ex-officio member of all committees except the nominating committee. Shall sign and execute all deeds, bonds, contracts, and other instruments in the name of the Association. In general, the President shall exercise the usual executive powers pertaining to this office. The President shall not vote except to break a tie.
- 8.3 The Vice-President shall perform the duties and responsibilities of the President in his/her absence or inability to serve. The Vice President shall help facilitate a meeting place when necessary and shall organize Association social events and/or dinners in conjunction with stock dog clinics.
- 8.4 The Secretary shall record the proceedings of the meetings of the Association and Board and distribute minutes and/or other records within 30 days of an Association or Board meeting. Shall be the custodian of all Association records. Shall keep records of all awards provided by the Association. Shall keep a written record of where all Association properties are kept. Notify officers and directors of their election and notify committee chairmen of their appointment. Send out notices of meetings; conduct correspondence as requested by the President or as required by action of the Association or Board. Shall sign and execute, along with the president and/or treasurer, all deeds, bonds, contracts, and other instruments in the name of the Association. The Secretary shall complete and remit the annual IRS form 990-N for small nonprofit exempt organizations (due in March), as well as required reports for the State of Idaho.
- 8.5 The Treasurer shall receive all funds, dues and fees of the Association and deposit them in a bank or banks as may be approved by the Association. Shall have the care, custody, and responsibility for all investments of the Association and shall cause to be kept regular books of accounts. Treasurer shall keep a list of all members in good standing and periodically update and report this list to the President and Secretary. Shall sign and execute, along with the President and Secretary, all deeds, bonds, contracts, and other instruments in the name of the Association. The Treasurer shall create and receive registrations/entries and fees for Association sponsored activities, including clinics, and play days, as well as fundraising. Shall prepare the Association books for a bi-annual audit to be done in odd numbered years.

## **SECTION IX -- ELECTIONS**

- 9.1 At the second quarterly meeting of the year, a Nominating Committee of three shall be elected by the Board. This committee shall propose a list of members in good standing to be nominated for office, providing that consent of the nominee has been obtained. A ballot of slate of nominees shall then be published in the Association Newsletter at least 45 days prior to the election. In addition, a ballot for each voting Member shall be sent by the US Postal Service 30 days prior to the election. On the date of the election, nominations may be made from the floor provided the consent of the nominee has been obtained. Paper ballots must arrive five (5) days prior to the election and will be counted the night of the election.
- 9.2 All elections shall be done by secret ballot and only members in good standing may vote. Exception to a secret ballot: a unanimous voice vote of acclamation may be made when a slate of candidates has been presented without opposition. The candidates are immediately considered elected.
- 9.3 Family designated memberships may cast two votes/ballots; Individual and Honorary Members may cast one vote/ballot.
- 9.4 Elections shall be determined by the majority of votes cast. If no one candidate receives a majority, or if there is a tie, a vote of the members present at the meeting will be held to break the tie or determine the majority.

## **ARTICLE X – COMMITTEES**

- 10.1 The Board shall establish and terminate such committees from time to time, as it deems advisable for the conduct of business of the Association. The President shall appoint a chairperson for each committee.

## **ARTICLE XI - ADMINISTRATIVE AND FINANCIAL PROVISIONS**

- 11.1 The fiscal year of the Association shall begin on the first day of January.
- 11.2 No loans shall be made by the Association to any person.
- 11.3 The Association shall keep current and complete books and records of accounts and shall keep minutes of the proceedings of its members and Board and shall keep in the custody of the Treasurer the names, - addresses and other contact information of its members who are entitled to vote. All books and records of the Association may be inspected by any member in good standing for any purpose at any reasonable time.

- 11.4 An independent audit of all the financial books of the Association is to be done on a bi-annual basis in odd numbered years as directed by the Board.

## **ARTICLE XII - AMENDMENTS TO BYLAWS**

- 12.1 These Bylaws may be amended at any regular meeting of the Association by an affirmative vote of two-thirds (2/3) of ballots cast by members in good standing, provided the proposed amendments have been submitted in writing for comments, additions, or changes 30 days before the scheduled meeting at which the vote is taken. . The final draft of proposed amendments must be electronically or delivered to members via US Mail 14 days prior to a vote. Unless otherwise provided prior to its adoption or in the motion to adopt, an amendment shall take effect immediately upon its adoption. No proxy votes will be allowed.
- 12.2 Association Bylaws shall be reviewed and revised no less than every five (5) years.

## **ARTICLE XIII -- DISSOLUTION**

- 13.1 Upon dissolution of the Association and after all debts and obligations are satisfied, remaining assets shall be equally divided among all members in good standing.

# EASTERN IDAHO STOCK DOG ASSOCIATION

## STANDING RULES

### Section 1. Dues:

EISDA dues are payable on January 1 each year. A membership form must be completed and signed each year. Checks should be written to EISDA and mailed or given to the Treasurer.

Family Membership	\$30.00
Individual Membership	\$25.00
Honorary Membership	0.00

### Section 2. Fees:

Play day fees shall be due prior to working a dog. Cash or check is acceptable. Fees will be collected by the Treasurer or a designated officer.

Venue fee per handler (if applicable)	\$10.00
Stock fee per dog	\$10.00

A guarantee of \$200 per play day plus \$100 mileage must be met for stock. Deficit after stock fee collection shall be met by the Association.

### Section 3. Clinic Fees

Clinic handler fees shall be set based on the clinician and venue fee.

	Stock fee paid by Association	\$250.00 per day
	Stock transportation fee paid by Association	\$175.00
	Lunch allowance per day paid by Association	\$100.00
1.	Main course for dinners during clinics or play days	\$50.00
	Clinic Venue Fee (indoor) paid by Association	\$550.00
	Clinic Venue Fee paid by Association - \$250 or one (1) clinic slot	

### Section 4. Standing Committees

Newsletter Editor – Anita Pratt and Lonna Jean Conroy

Website – Aimee Doggett

Social Media – All officers shall have access to the Club Facebook Page

Clinic Committee – Anita Pratt and Lonna Jean Conroy