

THE ARTICLES OF ASSOCIATION AND BYLAWS OF THE IDAHO ASSOCIATION OF NOXIOUS WEED CONTROL SUPERINTENDENTS (IANWCS)

ARTICLES OF ASSOCIATION

Article I. Name and Location:

The name of the Association shall be the Idaho Association of Noxious Weed Control Superintendents. Its principal office shall be located at the office of the Secretary-Treasurer of the Association.

Article II. Nature of the Association:

This Association shall be a voluntary one, organized for the benefit of the Noxious Weed Superintendents of Idaho, but not organized for pecuniary profit, nor shall it have capital, stock, nor shall it make or declare dividends.

Article III. Purposes and Objectives of the Association:

The purposes and objectives of the Association shall be as follows:

- A. To provide a means for exchange of information and ideas among persons engaged in regulatory noxious weed control in Idaho.
- B. To cooperate with all groups, organizations, agencies, companies, and individuals involved with or concerned with noxious weed control.
- C. To encourage and support research and educational programs on noxious weed problems and their solution.
- D. To sponsor desirable noxious weed laws and noxious weed law changes as may be essential to strong County and State programs.
- E. To strengthen and support the total noxious weed control effort in Idaho and surrounding states and provinces.
- F. To help serve the needs of fellow Noxious Weed Control Superintendents in performing their assigned duties and improving their job performance.
- G. To increase the knowledge of the Noxious Weed Control Superintendents in the methodologies of noxious weed control and to educate the Noxious Weed Control Superintendents in other related matters.
- H. To deal with the public in difficult and complex situations and to educate the public as to the reasons and needs for noxious weed control.
- I. To promote good cooperation and understanding with the proper authorities.
- J. To promote active membership and participation of the Noxious Weed Control Superintendents within the Idaho Noxious Weed Control Association.

Article III. Purposes and Objectives of the Association (Cont.):

K. Promote permanent funding for Noxious Weed Departments through Federal, State, and other sources.

Article IV. Membership:

- A. Active members: Shall be all individuals who are County Noxious Weed Control Superintendents in Idaho. Other individuals involved in regulatory noxious weed control may be invited to join the Association by the voting membership. Active members must have paid current dues to vote.
- B. Voting: Shall be limited to active members present at the meeting.
- C. Dues: There may be dues for membership and may be charges assessed to members when voted upon by the active members at the annual meeting.

Article V. Organization:

- A. This Association shall be governed by the active membership, or by the Executive Board.
- B. The officers of this Association shall be the Chairman, Vice-Chairman, Secretary, Treasurer, and Past Chair, who shall perform the duties usually pertaining to these offices.

Article VII. Duration:

- A. The duration of the Association shall be perpetual.

BY-LAWS

Article I – Executive Board and Special Committees

A. Executive Board:

1. The IANWCS Executive Board shall be composed of the Chair, Vice-Chair, Secretary, Treasurer, Past-Chair, and one active member of the IANWCS from each of the six (6) Regions (Regional Representative). No person shall hold more than 1 (one) position on the Executive Board at any time except:
 - a) The Secretary and Treasurer may be held by the same person
 - b) A Regional Representative may also hold the Secretary or Treasurer position
2. Additionally, each of the six (6) Regions shall appoint / elect one (1) alternate to attend the meetings to represent their region, provide input, and participate in discussions when the Regional Representative is absent.
3. Voting
 - a) Each Executive Board member shall have 1 (one) vote with the Chair voting only in the case of a tie. except:
 1. If the Secretary and Treasurer are held by the same person, they have only 1 (one) vote, or
 2. If a Regional Representative also holds the Secretary or Treasurer position, they have only 1 (one) vote.
 - b) Alternates have voting rights only when their Region Representative is absent. If the Regional representative and the alternate cannot attend a meeting, the Regional Representative may appoint someone from within the region to be their Representative for that meeting only.

4. Only IANWCS members who are current with their dues shall be eligible to serve on the IANWCS Executive Board.

B. Terms of Office / Appointments / Elections of Executive Board Officers:

1. Executive Board members terms of office shall be for 2 years.
2. Regional Representatives and Alternate Regional Board members shall be appointed or elected by their Regions biennially in even years.
3. The Vice-Chair shall be elected biennially in odd years.
4. Upon the election of a new Vice Chair, the former Vice Chair shall assume the office of Chair, except as provided for in D1.
5. Upon the election of a new Vice Chair, the former Chair shall assume the office of Past Chair.
6. Elections / appointments of Executive Board members shall take place at the IANWCS annual meeting except:
 - a) The Secretary shall be appointed by the Executive Board in even years at the Winter Executive Board Meeting.
 - b) The Treasurer shall be appointed by the Executive Board in even years at the Winter Executive Board Meeting.

- C. Removal from the Board:** Officers and Executive Board members may be removed for cause by a vote of the Executive Board or the Association. Officers and Executive Board members may also be removed by a vote of the Executive Board or the Association if their attendance is less than 50% of the scheduled meetings in a calendar year.

D. Replacement of Executive Board Members:

1. **Chair:** Should the office of Chair become vacant, for whatever reason, the Vice-Chair shall assume the position of Chair for the remainder of that term, and then serve as Chair for the following 2-year term.
 2. **Vice-Chair:** Should the Vice-Chair position on the Exec Board become vacant, for whatever reason, the position shall be filled on an interim basis by the Exec Board. At the next IANWCS annual meeting, the IANWCS membership shall elect a Vice-Chair.
 3. **Secretary:** Should the Secretary position on the Exec Board become vacant, for whatever reason, the position shall be filled as soon as possible by the Exec Board for the remainder of the term.
 4. **Treasurer:** Should the Treasurer position on the Exec Board become vacant, for whatever reason, the position shall be filled as soon as possible by the Exec Board for the remainder of the term.
 5. **Regional Representatives:** Should a regional Representative position on the Exec Board become vacant, for whatever reason, the position shall be filled by the Alternate, and the region shall elect / appoint a new alternate within 30 days.
 6. **Past Chair:** Should the Past Chair position on the Exec Board become vacant, for whatever reason, the position shall be filled by the previous Past Chair.
- E.** The Executive Board or the Chair may appoint person/s, special projects, or other committees to conduct various activities to further the goals, purposes, and objectives of the IANWCS.

- F. The Executive Board will also serve as a nominating committee for IANWCS Vice Chair and will be charged with determining if the nominee is willing and able to serve (have financial support for the time and travel expenses that come with the job).

Article II - Finances

- A. **Expenditures:** Expenditures will be made per the current fiscal year budget approved by the Executive Board (Exception for Treasurer as directed by IANWCS Policies 6).). Any other expenses shall require the approval of the Executive Board.
- B. **Emergencies:** In the event of the need for an emergency expenditure, the Officers of the IANWCS may confer and take such action as necessary. The Executive Board or the active membership, as appropriate, at the next regular or special meeting, should submit these actions for ratification.
- C. **Fiscal Year:** The fiscal year for the Association shall be from October 1 to September 30.
- D. **Financial Reports:** The Secretary / Treasurer shall submit a current financial report at all Executive Board meetings and the annual meeting.
- E. **Budget:** The Executive Board shall approve a budget at the summer Executive Board meeting for the upcoming year.
- G. **Dues:** Changes to the IANWCS annual dues amount shall be voted on by the IANWCS membership.

Article III - Procedures and Meetings

- A. **Procedures:** The Officers and Executive Board shall prescribe the manner and form in which the affairs of the IAWCS shall be conducted. The Executive Board may adopt policies, by majority vote of the Board, which provides consistency in conducting business, which meet the purposes and objectives of the IANWCS, and which do not conflict with nor amend the Articles of Association or By-laws.
- B. **Meetings:**
1. The annual meeting of the IANWCS shall be held each year, preferably the same week as the annual Idaho Noxious Weed Control Association (INWCA) conference.
 2. Regional meetings may be held whenever deemed necessary by the majority of the County Weed Superintendents within that Region.
 3. The IANWCS Chair may call a meeting at his discretion. Members must have 5 days' notification prior to such a meeting.
 4. The Executive Board shall meet quarterly, with dates and locations by IANWCS policies. Additional meetings may be held at the Executive Board's discretion.
 5. At Annual, Executive Board, district, or called meetings, a simple majority of the active members of that group shall constitute a quorum. A quorum is required and must be present to conduct business and vote on any item or issue before the group. If a quorum is not present, the group may conduct business not requiring a vote.

6. Unless otherwise specified, a simple majority of the active members present shall carry all motions or elections. Voting may be done by voice or raising of hands. The Chair may call for a roll call or secret ballot vote on any motion.
7. If action needs to be taken on an item or issue before the next regularly scheduled Executive Board meeting, a vote may be done by email or conference call, and the vote ratified at the next scheduled Executive Board meeting

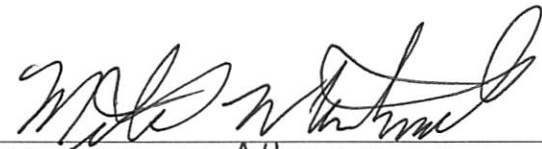
Article IV. Amendments:

- A. Any Article or Bylaw of this Association may be amended by a vote of the active members at any annual meeting. The proposed amendment(s) shall be presented to the Executive Board no later than the Fall Executive Board meeting (or 2 Executive Board meetings) prior to the IANWCS Annual Meeting. Such action must be approved by at least two-thirds of the active voting membership present at the annual meeting.
- B. The Executive Board shall vote whether or not to recommend the amendment change(s) to the IANWCS membership.

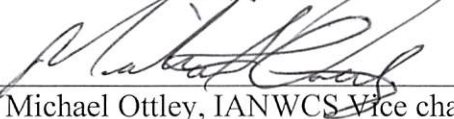
Article V - Clarification

These Articles and By-Laws shall supersede any and all other previous Articles and By-Laws of the Idaho Association of Noxious Weed Control Superintendents (IANWCS)

Revised this 9th day of January 2024 after submittal to, review, and approval by the INAWCS general membership.



Mitch Whitmill, IANWCS Chair



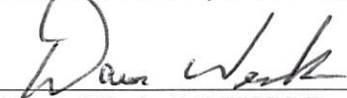
Michael Ottley, IANWCS Vice chair



Chase Youngdahl, IANWCS Secretary



Alan Martinson, IANWCS Treasurer



Dave Wenk, IANWCS Past Chair