

IDAHO STATE SNOWMOBILE ASSOCIATION, INC

aka IDAHO STATE SNOWMACHINE ASSOCIATION

BY-LAWS

If there is an inconsistency between the Articles of Incorporation and the By-Laws, the By-Laws will prevail.

Article 1 – Name

Section 1: The name of this organization shall be the Idaho State Snowmobile Association, Inc. aka Idaho State Snowmachine Association.

Article II - Purpose

Section 1: The purpose is to encourage the formation of snowmobile clubs throughout Idaho and to encourage membership therein.

Section 2: The purpose is to foster and promote snowmobiling as a healthy and family-friendly form of recreation.

Section 3: The purpose is to encourage and promote sportsmanship and safe and responsible use of snowmobiles.

Section 4: The purpose is to support environmental stewardship, responsible recreation and provide educational information concerning state, federal and private land use laws and regulations concerning the ownership and use of snowmobiles.

Section 5: The purpose is to cooperate with public land-use regulatory agencies, but always reserve the right to oppose regulations the Association considers unfair and/or not serving the best interest of the members.

Section 6: The Association recognizes snowmobile competition as an important part of recreational snowmobiling.

Section 7: The purpose is to protect access to public, state and private lands for this and future generation.

Section 8: The purpose is to raise monies for the purpose and advancement of Article II- Purpose, as described in these By Laws on Page 1.

Article III - Membership

Section 1: Individual and family memberships are available to anyone who subscribes to the purpose and principles of the Association, as set forth in these By Laws.

Section 2: Business membership is available to any Business owner who desires to support the Association.

Section 3: By Majority vote, the Board of Directors may grant the following Special Memberships as deemed appropriate.

- A. Honorary Membership may be granted to a person, business or government entity that has, by their action, been of significant benefit to the Association and to the sport of snowmobiling. Such persons need not have been members of the Association or active in the sport. This membership is continuing unless rescinded by the Board.
- B. Lifetime Membership will be granted to members elected to the ISSA Hall of Fame and may be granted to other active members meeting the criteria to be established by the Board.

Section 4: Membership in the Association may be terminated for non-payment of dues or by a majority vote of the Board of Directors for public statements or actions deemed to be prejudicial to, or not in the best interest of the Association.

Article IV - Membership Rights and Privileges

Section 1: Individuals and family members are entitled to all the benefits and privileges of the Association, including the right to vote at any special or regular meeting of the Association. Each individual or family membership shall have one vote

Section 2: Business members are entitled to all the benefits and privileges of the Association, including the right to vote at any special or regular meeting of the Association. Business membership will also include a listing by name, street and/or web address and phone number in the Association newspaper.

Section 3: Honorary members are entitled to all the benefits and privileges of the Association except the right to vote.

Section 4: Lifetime members are entitled to all the benefits and privileges of the Association, including the right to vote at any special or regular meeting of the Association.

Article V - Club Membership Qualifications

Section 1: Each club must be a dully-organized snowmobile club and maintain a paid membership of ten or more.

Section 2: Fifty percent of the current club members must be paid-up members of the Association in order to have a vote on matters coming before the Board of Directors.

Article VI - Dues

Section 1: The individual and family dues are 20.00 per year and expire on November 1st of each year.

Section 2: Business membership dues are 50.00 per year and expire on November 1st of each year.

Article VII -Fiscal Year

Item 1: The fiscal year of the Association shall commence on the 1st day of October and end on the 30th day of September

Article VIII - Management

Section 1: The management of the Association shall be vested in the Officers and in the Board of Directors. Board of Directors meetings are intended to include the Officers of the Association.

Section 2: Any action taken by the Officers and the Board of Directors may be over-ruled by a majority vote of the attending membership at the membership meeting following the Board of Directors and Officers action in question.

Section 3: Officers and Board members will each have one vote for any matter in a Board Meeting.

Section 4: The Executive Committee shall consist of the Officers and Directors at Large. This body shall have supervision, control and direction of the affairs of the Association as authorized by the Board of Directors.

Section 5: The president will create a yearly, detailed, balanced budget based on historical income and projected expenses for the fiscal year. The budget will be presented to the Board and approved by the General Membership.

Article IX - Board of Directors

Section 1: The Board of Directors shall consist of Club Representatives, appointed by individual clubs, and nine Directors elected at large (Directors at Large) by the general membership at the special or annual meeting of the Association. The nine Directors at Large shall be elected in the following manner:

- A. Three Directors shall be elected each year for a three-year term. The Directors shall be elected by a majority vote of the members present at a special or regular meeting. The Directors at Large shall be elected to represent geographical regions of the state. The boundaries of these regions will be generally defined in the Association's SOP's. These boundaries and the assignments of individual Directors may be adjusted as needed by the Board of Directors.

A job description for Directors at Large is attached to the By Laws as SOP #1

Section 2: Snowmobile clubs that qualify for affiliation in accordance with Article V, Section 1 of these By-Laws shall be entitled to representation on the Board of Directors of the Association on the following basis:

- A. Ten to Forty members in good standing- one vote.
- B. More than forty members- two votes.

Section 3: Board members elected by their respective affiliated clubs shall have the same rights, duties and powers as the Directors at Large with the exception of the Directors at Large duties as they relate to the Executive Committee.

Section 4: Vacancies occurring on the Board of Directors between annual meetings shall be filled as follows:

- A. In the event a Director of an affiliated club does not complete the entire term of office, the local club from which the Director was elected shall appoint a Director to serve the unexpired term...
- B. In the event a Director at Large does not complete the entire term of office, the President of the Association, with approval of the Board of Directors, shall appoint a successor to serve the unexpired term.

Section 5: Individual clubs will determine their own term limits pertaining to their appointed representatives.

Article X - Membership Meetings

Section 1: The annual membership meeting of the Association shall be held at a date set by the Board of Directors with at least two weeks-notice each prior to each meeting. Those members attending shall constitute a quorum.

Article XI -Board of Director Meetings

Section 1: The organization meeting of the Board of Directors shall be held at the Board's option following its election at the annual meeting of the membership.

Section 2: The regular meeting of the Board of Directors shall be held at least three times annually, one of which may be held in conjunction with the annual meeting of the membership. The winter meeting shall be by teleconference and the Spring meeting held at one location for members to attend in person or by teleconference if so agreed by the Board of Directors.

Section 3: Special meetings of the Board of Directors and Officers may be called by the President or by three members of the Board of Directors who are from three separate clubs upon at least seven days notice to each Director of the time, place and purpose of the meeting.

Section 4: A quorum of the Board of Directors shall be 60% of the Executive Committee in attendance at any meeting.

Section 5: Any Director at Large who is absent from two Board meetings shall have his/her office declared vacant by the Board of Directors.

Article XII- Officers

Section 1: Officers of the Association shall consist of:

- A. President

- B. President Elect
- C. Secretary-Treasurer or Secretary and Treasurer

Section 2: The Officers of the Association shall hold office for a period of one year commencing immediately upon their election.

Section 3: The President will be elected by the General Membership. The President Elect will automatically run for President following the term(s) as President Elect. If for any reason the President Elect cannot run for President, the nominating committee will find at least one candidate to run for President.

Section 4: The immediate Past President position will be an automatic Chair and will not require election by the Board of Directors. If the immediate Past President cannot serve the term of office, the position of Immediate Past President will remain vacant for that year.

Section 5: The Secretary and Treasurer (or Secretary-Treasurer) will be nominated by the nominating committee and elected by the General Membership. These two positions may be combined if circumstances warrant.

Section 4

Section 6: The Board of Directors may ask for the resignation of any person failing to carry out the duties and responsibilities of the position to which elected or appointed, or by majority vote, declare the position vacant.

Article XIII – Duties

Section 1: The President shall preside at all Association meetings and Board of Director meetings. He/She shall make committee appointments or changes subject to majority approval of the Board of Directors, shall be an ex-officio member of all committees and have the books ready to turn over to the new administration at the annual meeting.

Section 2: The President Elect shall perform the duties of the President in his/her absence and perform other duties as may be prescribed by the President.

Section 3: The Secretary-Treasurer shall be the custodian of the records, correspondence and financial records of the Association and shall record, or cause to be recorded, the minutes of all Association and Board of Director meetings. See SOP #2 and SOP #8.

Section 4: The Directors shall chair Standing Committees as assigned and take an active part in all matters concerning the Association.

Section 5: The immediate Past President will chair a Council of Past Presidents to be composed of interested members who have served as President of ISSA. If the immediate Past President is unable to serve in this position, the next most recent available member will chair the Council.

Section 6: The Association will have the following standing committees:

- A. Membership
- B. Public Lands
- C. Convention

- D. Snow Biz News Editor
- E. Nominating
- F. Charity
- G. Awards
- H. Scholarship
- I. Historian
- J. Past-Presidents Council
- K. Website Coordinator
- L. Safety Coordinator
- M. Search & Rescue
- N. Social Media

Section 7: The President, with the Board of Directors approval, may establish any other committee deemed necessary for the good of the Association. Committee Chairpersons may or may not be appointed from the Board of Directors, but must be a member of the Association.

Article XIV - Nominations and Elections

Section 1: The nominating committee shall consist of at least three, but not more than five, members to serve at the President's Pleasure, with the immediate Past President being the chairperson. If the immediate Past President cannot serve as chairperson, the President will appoint a chairperson.

Section 2: The nominating committee shall nominate at least one interested candidate for each available office. Candidate nominations must reflect geographical consideration. Additional nominations may be made from the floor.

Section 3: Voting by absentee ballot, email or by proxy will not be allowed. However, an email vote of the entire Board may be called for by the President when time is of the essence.

Section 4: The Directors at Large, Secretary, Treasurer and the President Elect will be elected by a vote of the membership at the annual meeting of the Association. It will be by written ballot, unless a verbal, unanimous vote is called for and accepted, and when no contested race for election exists. The President will be elected at the Board Meeting at the Annual Meeting.

Section 5: The person receiving the highest number of votes cast for the available office shall be elected.

Section 6: Each individual or family membership and each business membership shall have one vote.

Section 7: The Secretary- Treasurer's record of members in good standing shall constitute prima fascia evidence as to who is eligible to vote.

Article XV - Order of Business and Rules of Order

Section 1: The rules contained in Roberts Rule of Order Revised, shall govern this Association in all cases to which they are applicable, including meetings of the membership and the Board of Directors.

Article XVI – Amendments

Section 1: These By-Laws may be amended by a majority vote of the General Membership at the Annual Membership Meeting.

Section 2: These By-Laws replace any and all By-Laws ratified at any prior date by The Board of Directors or Members of the Association.

Being Submitted for approval by the General Membership at the Annual Membership Meeting on November 8th, 2019.

*Approved and adopted @ General
Meeting 11/9/2019.*

*Terri Klanderud
Sec/Treasurer*