CONSTITUTION AND BY-LAWS

OF THE

IDAHO ASSOCIATION OF COUNTIES, INCORPORATED (IAC)

(Adopted by the membership; amended 9/96; 2/98; 9/99; 1/01; 9/02; 9/03; 9/06; 9/08; 2/12)

ARTICLE I: NAME AND OBJECTIVES

SECTION 1 The name of the organization shall be the Idaho Association of Counties and may be referred to as IAC or IAC, Inc. IAC shall have a readily identifiable and distinct logo, which shall be a trademark as authorized by Idaho law.

~~**Section 1**~~**SECTION 2** The IAC, as a non-profit corporation shall operate as a business entity. While not operating as businesses would, it will operate in a manner using sound business practices. IAC shall have the ability to grow and carry out the objectives of IAC. At all times IAC will operate in an ethical manner.

~~**Section 2**~~**SECTION 3** The objectives of IAC shall be:

A. To promote the ethical and professional conduct of county officials.

~~A.~~B. To coordinate the administrative programs of IAC by:

(1) Associating the counties, county officials and county officials association of the state of Idaho into an association for the purposes of cooperative promotion of the interests of county government in Idaho;

(2) Coordinating the programs of member associations;

~~(3) Submitting annual reports to the Governor and the State Legislature recommending procedural changes which would increase the efficiency of county government;~~

~~(4)~~ Collecting, compiling and distributing information about county government and the administration of county~~y~~ies to assist in carrying out their duties as required by law; ~~affairs to county officials and studying standardization in an effort to reduce costs and increase the efficiency of operation;~~

~~(5)~~(3) Providing a forum for the ~~discussing of~~ education and training on subjects vital to the conduct of county officials and their offices;

~~(6)~~(4) Establishing good lines of communication with the ~~Idaho State Legislature so that said body shall have the~~ Executive, Judicial and Legislative branches of the state of Idaho; Idaho's Congressional Delegation; federal agencies and departments; local taxing districts of the state of Idaho; and other stakeholders with an interest in county government to provide these stakeholders with the benefit of the knowledge and experience of ~~the~~ county officials when studying proposed legislation, ordinances, policies and rules directly affecting ~~their offices and~~ the duties of counties and county officials as required by law; presenting and promoting legislation, policies and rules believed to be beneficial to counties, the state and the citizens thereof; and opposing legislation which ~~the~~ county officials believe to be detrimental thereto;

~~(7)~~(5) ~~Working toward the prevention of loss of fundamental county rights and removal of such rights as are inherent to the county government for investiture in other branches of government~~Maintaining good county government;

~~(8)~~(6) Instituting litigation in the name of IAC, or any member group, for the determination of ~~rights~~ the authority, responsibilities or liabilities of county officials under any~~d~~ constitutional provision or statute, and to advocate ~~appear as a friend of the court (amicus curiae)~~ in any court proceedings wherein such ~~rights~~ authority, responsibilities or liabilities are to be determined; and

~~(9)~~(7) Building a closer fellowship among county officials of Idaho.

~~B. To continually upgrade county government to the highest possible standards.~~

C. Do~~ing~~ any and all things necessary~~, including the appointment and employment of counsel,~~ to ~~effect~~ affect the objectives set forth herein.

ARTICLE II: MEMBERSHIP OF IAC

~~**Section 1**~~ The members of all ~~Associations~~ associations of ~~County~~ county ~~Officials~~ officials who are ~~County~~ county ~~Elected~~ elected ~~Officials~~ officials as defined by the Constitution of the State of Idaho and who have, by majority vote, designated the Idaho Association of Counties as its coordinating agency, and are county officials of a county whose ~~Board~~ board of ~~Commissioners~~ commissioners have designated the Idaho Association of Counties as its coordinating agency by becoming contributing counties with the payment of dues as set forth by the ~~Board~~ board of ~~Directors~~directors, with the approval of the members, are hereby members of IAC. All regular dues are payable on October 1st of each fiscal year, with the fiscal year being October 1 through September 30, and such dues become delinquent as of January 31st of that fiscal year. ~~Any Counties not fully paying the regular dues set forth by the Board of Directors and approved by the membership shall not be allowed to participate in or benefit from any IAC programs nor hold office or vote in the IAC Organization or any of the IAC Districts. If after January 31st, the regular dues are not paid, non-participating counties' services will cease, their voting privileges removed, and if anyone from such county is holding an office, he or she will be replaced by a person chosen by the entity that the person represents.~~

~~**Section 2**~~**SECTION 1** ~~Any special assessments approved by the Membership during the fiscal year shall be voluntary and shall have no impact on the membership status of the county.~~

SECTION 2 Should a county choose not to pay the regular dues, an individual elected official from said county may ask the IAC Board of Directors to become an individual member and be eligible to vote. The board will have the authority to set a dues structure for each individual elected official on a case by case basis.

SECTION 3 Elected officials from a county that chooses not to pay dues to Idaho Association of Counties will not be eligible to belong to an affiliated association. However, if a county official elects to pay individual dues according to Section 2 of this Article, they will then be eligible to join their affiliate association and be eligible to vote.

SECTION 4 Any special assessments approved by the membership during the fiscal year shall be voluntary and shall have no impact on the membership status of the county.

SECTION 5 Only members as enumerated in Section 1 of this Article shall be eligible to vote and hold office.

~~**Section 0**~~ ~~County officials who are eligible to belong to an association which, by majority vote, elected NOT to designate the Idaho Association of Counties as its coordinating agency or whose Board of Commissioners has elected NOT to designate the Idaho Association of Counties as its coordinating agency may become members individually with payment of dues as set forth by the Board of Directors, with the approval of the members.~~

~~Article IV:~~ARTICLE III: GOVERNMENT OF IAC

SECTION 1 The government of this ~~Association~~ association shall be vested in the MEMBERSHIP hereof, except as otherwise provided herein.

~~**Section 2**~~ ~~Only members as enumerated in Article II shall be eligible to vote and hold office.~~

SECTION 2 The control and management of the property, finances and general supervision of all of the affairs of IAC shall be under the supervision of the ~~Board~~ board of ~~Directors~~ directors answerable to membership. ~~The President, First Vice-President, Second Vice-President, Secretary, Treasurer and immediate Past President shall be ex-officio members of the Board of Directors. The foregoing officers shall have the power to vote as members of the Board of Directors. The official NACo and WIR Board Representatives from Idaho, any other county elected official who serves on the NACo Board of Directors or Western Interstate Region~~

~~Board of Directors by appointment or election, the chairman or his or her designee of the Idaho Counties Risk Management Program (ICRMP) and the IAC Legislative Committee Chairman shall also be an ex-officio members of the Board of Directors and shall have the power to vote as members of the Board of Directors. Any county elected official who has served as President of IAC also shall be an ex-officio member of the Board of Directors and shall have the power to vote as a member of the Board of Directors.~~

SECTION 3 For any matter requiring a vote, proxy voting is prohibited.

~~Section 3~~SECTION 4 The meetings of IAC and its committees shall be governed by the simplified *Robert's Rules of Order*.

~~Article V:~~ARTICLE IV: ~~TERMS OF OFFICE AND DUTIES~~BOARD OF DIRECTORS

SECTION 1 The Officers of IAC shall be: President, ~~First~~ Vice- President~~,~~ and ~~Second Vice-President,~~ Secretary/ ~~and~~ Treasurer. ~~There will be a Board of Directors pursuant to Article V, Section 1.~~ The immediate Past President will sit on the ~~Board~~ board in an ex-officio capacity.~~,~~ All of the above will serve without salary.

SECTION 2 The membership and terms of office of the IAC Board of Directors shall be as follows:

A. The Executive Committee, consisting of a president, vice president, secretary/treasurer and immediate past president, which shall be elected for one year at the annual conference;

B. One (1) director and one (1) alternate representing the State Association of Assessors, one (1) director and one (1) alternate representing the State Association of Recorders and Clerks, one (1) director and one (1) alternate representing the State Association of Commissioners and Clerks, one (1) director and one (1) alternate representing the State Association of Prosecuting Attorneys and one (1) director and one (1) alternate representing the State Association of Treasurers, which shall be elected for a two-year term on odd numbered years in a method determined by the affiliate and reported to IAC 15 days prior to the start of the IAC Annual Conference;

C. Two (2) directors and two (2) alternates representing the State Association of Commissioners and Clerks, one (1) director and one (1) alternate from the State Association of Coroners and one (1) director and one (1) alternate from the State Association of Sheriffs, which shall be elected for a two-year term on even numbered years in a method determined by the affiliate and reported to IAC 15 days prior to the start of the IAC Annual Conference.

D. Six (6) representatives, one (1) from each of the six (6) regional elected officials' districts shall be elected in October or November of each even numbered year to serve for a two-year term. At this meeting, each district shall elect an alternate to its representative and certify the names of such elected representative and alternate to IAC not later than 15 days after the election;

E. One (1) National Association of Counties representative and one (1) Western Interstate Region representative, both elected by the membership to represent IAC for a two-year term in even numbered years at the IAC Annual Conference;

F. The chairman or designee of the Idaho Counties Risk Management Program;

G. One (1) representative from each county with a population of 150,000 or greater, which shall be elected in odd numbered years in the manner provided within the county entitled to the board members, shall serve for two (2) years and shall certify the name of their representative to IAC no later than October 1; and

H. Past Presidents of IAC will serve on the IAC Board of Directors until they retire or are not reelected to the office for which they served as President of the IAC Board of Directors.

I. Alternate members to the board of directors will serve in the absence of the regular board member, with full voting rights as though he or she was regularly elected or appointed.

SECTION 3 The members of the board of directors shall hold office for their designated terms and until their elected or appointed successor has signified acceptance. The new members of the board of directors shall take office on the first day of October following the date of the meeting at which their election or appointment took place or if elected by a district in October or November, will serve immediately following election. These board members shall serve until their successors have been duly appointed and qualified.

~~. The terms of office for the President, First Vice-President, Second Vice-President, Secretary and Treasurer shall be for one year, starting on the date of their election and continuing until their successors have been elected and qualified. The terms of office for all members of the Board of Directors shall be two years commencing on the first day of October following the date of the meeting at which their election or appointment took place.~~

~~One Director representing the State Association of Commissioners and Clerks, one Director representing the State Association of Recorders and Clerks, one Director representing the State Association of Assessors, one Director representing the State Association of Treasurers and one Director representing the State Association of Prosecuting Attorneys shall be elected for a two-year term on odd-numbered years. Two Directors from the State Association of Commissioners and Clerks, one Director for the State Association of Coroners and one Director from the State Association of Sheriffs shall be elected for a two-year term on even-numbered years. These Board members shall serve until their successors have been duly elected or appointed and qualified.~~

SECTION 4 Vacancies in the board of directors shall be filled as follows:

A. A vacancy in the office of president shall be filled by the succession of the vice president. A vacancy in the office of vice president shall be filled by the succession of the secretary/treasurer. A vacancy in the office of secretary/treasurer shall be filled by appointment by the board of directors.

B. A vacancy in the office of the WIR Representative or NACo Representative shall be filled by appointment of the President.

C. All other vacancies shall be filled by the appointing organization.

SECTION 5 Meetings of the board of directors may be held at any time upon the call of the president or upon call of a majority of the members of the board. Notice of such meetings shall be given by emailing such notices to all members of the board at their email addresses as far in advance as possible. Any board member unable to attend must notify his or her alternate of said meeting. A board member, or alternate, absent for two (2) successive regular meetings may be deemed by the board to have resigned and the vacancy shall be filled as provided in Section 4.

SECTION 6 The IAC Board of Directors shall:

A. Have general supervision over the affairs of IAC, decide its policies, issue statements and direct its activities, subject to the will of the membership as expressed at any duly called special meeting or annual meeting of IAC;

B. Appoint an executive director and such other positions as the board shall determine, and to fix the salaries of all employees of IAC;

C. Have the power to outline the work or duties, and specify terms of employment of the executive director and supervisory staff as they may determine;

D. Have the power to enter into contracts;

E. Have the power to do any and all things legally necessary to accomplish the purpose of IAC within the approved budget;

F. Have the authority to affiliate with such national organizations or county organizations as in their judgment would be beneficial to IAC, and appoint delegates thereto;

G. In the event of an emergency as declared by a two-thirds (2/3) vote of the voting members of the board of directors, such board shall have emergency powers to deal with matters arising between

regular meetings of the membership that require immediate action where a summoning of the general membership would be impractical because of the time factor involved;

H. The board of directors shall be authorized to promulgate such rules, regulations and policies as are necessary for the smooth and efficient operation of IAC; such rules, regulations or policies shall be reviewed at each annual meeting;

I. The board shall meet at least quarterly and at other times as necessary (See Article IV, Section 5); and

J. The board may be polled at times other than regular board meetings by telephone, in writing, email or any other means approved by the board, the results of which shall be binding on the board.

~~Section 4~~SECTION 7 The ~~duties of the~~ officers of this ~~Association~~ association shall assume the responsibilities of sitting on the board for four years, moving up each year, beginning with secretary/treasurer and ending with immediate past president and the duties shall be as follows:

A. The ~~President~~ president shall:

(1) Preside at all meetings of IAC;
(2) Call special meetings upon a majority vote of the ~~Board~~ board of ~~Directors~~directors;
(3) Appoint all standing committees and name the chairmen thereto, except as otherwise provided herein;
(4) Preside at meetings of the ~~Board~~ board of ~~Directors~~directors;
(5) Cast a special ballot in case of a tie at meetings of IAC and/or ~~Board~~ board of ~~Directors~~directors; ~~and~~
(6) Be an ex-officio, non-voting member of all standing and special committees; and~~.~~
~~(6)~~(7) Coordinate a meeting between the IAC officers and the chairs of the GemPlan, ICRMP and CAT Board once per year.

B. The ~~First Vice~~vice- ~~President~~ president shall:

(1) Be present at all IAC meetings;
~~(1)~~(2) Perform the duties of the ~~President~~ president in the absence of the ~~President~~president; and
~~(2)~~(3) In the event of a vacancy in the office of p~~P~~resident he or she shall automatically become ~~P~~president.

C. The secretary/treasurer~~Second Vice-President~~ shall:

(1) Be present at all IAC meetings;
~~(1)~~(2) Perform the duties of the ~~First Vice~~vice- ~~President~~ president in the absence of the ~~First Vice~~vice- ~~President~~president;
~~(2)~~(3) In the event of a vacancy in the office of the ~~First Vice~~vice- ~~President~~president, he or she shall automatically become ~~First Vice~~vice ~~President~~president; ~~and~~
~~(3)~~(4) In the event of vacancies in the offices of both ~~President~~ president and ~~First Vice~~vice- ~~President~~president, he~~r~~ or she shall automatically become ~~President~~president;~~.~~

~~C. The Secretary shall:~~

(5) Keep, or cause to be kept, the minutes of the annual meetings and special meetings of IAC and all meetings of the ~~B~~board of ~~D~~directors and verify the presence of a quorum at said meetings;~~.~~ and

~~C. The Treasurer shall:~~

~~(7)~~(6) Keep a record of the finances of IAC as ~~certified~~ prepared by the ~~Executive~~ executive ~~Director~~director, as provided in Article VI, Section 1, Sub-section (E).

SECTION 8 The executive director appointed by the board of directors shall:

A. Act as secretary of the board of directors.

B. Act as secretary of the Legislative Committee, and such other committees as the president or the board of directors may determine.

C. Represent IAC before any federal or state legislative body or other body or hearing upon the direction of the board of directors.

D. Prepare, or cause to be prepared, data and reports as required which shall include the publication of the official IAC newsletter.

E. Have general supervision over the office and employees of IAC, subject to the policies as approved by the board of directors.

F. Receive a salary fixed by the board of directors. This agreement may be terminated by either party by giving 30 days notice.

Section 0 Vacancies shall be filled by the Board of Directors, except as otherwise provided herein.

Article VII: MEMBERSHIP, POWER AND DUTIES OF THE BOARD OF DIRECTORS

Section 0 The membership and organization of the Board of Directors of IAC shall be as follows:

. The President, First Vice-President, Second Vice-President, Secretary, Treasurer and three (3) Representatives from the Association of Commissioners and Clerks, plus one (1) Representative from each of the Sheriffs', Clerks', Treasurers', Assessors', Coroners' and Prosecuting Attorneys' Associations, which are officially affiliated with IAC, and six (6) representatives, one (1) from each of the six (6) regional Elected Officials' Districts, shall constitute the membership of the Board of the Idaho Association of Counties. The immediate Past President will sit on the Board in an ex-officio capacity. The NACo and WIR Board Members, representing Idaho, the chairman or designee of the Idaho Counties Risk Management Program (ICRMP), and chairman of the IAC Legislative Committee shall also sit on the Board in an ex-officio capacity, and shall be voting members of the board.

In addition, each county with a population of 150,000 or greater shall be entitled to one voting representative on the Board of Directors. The board members shall be selected in odd numbered years in the manner provided within the county entitled to the board member and shall serve a term of two (2) years.

. Each of the said affiliated associations or counties shall determine its own method of choosing its representative and alternate to that representative, and shall certify the names of such elected representative and alternate to IAC at least 15 days prior to the annual meeting.

. Each of the six (6) Districts shall elect for a two (2) year term, a member to the Board of Directors. This election shall take place in October or November of each even numbered year beginning in the year 1994 and every other year thereafter. At this same meeting each district shall elect an alternate to its representative and shall certify the names of such elected representative and alternate to IAC not later than 15 days after the election.

. Alternate members to the Board of Directors will serve in the absence of the regular Board Member, with full voting rights as though he or she was regularly elected or appointed.

Section 0 Meetings of the Board of Directors may be held at any time upon the call of the President or upon call of a majority of the members of the Board. Notice of such meetings shall be given by emailing such notices to all members of the Board at their email addresses as far in advance as possible. Any Board Member unable to attend must notify his or her alternate of said meeting. A Board Member, or alternate, absent for two (2) successive regular meetings may be deemed by the Board to have resigned and the appointing organization shall immediately appoint another person.

Section 0 The Board of Directors shall:

. Have general supervision over the affairs of IAC, decide its policies, issue statements and direct its activities, subject to the will of the MEMBERSHIP as expressed at any duly called special meeting or annual meeting of IAC;

- ~~Appoint an Executive Director, Executive Treasurer, (who may be the same) and/or such other positions as the Board shall determine, and to fix the salaries of all employees of IAC;~~
- ~~Have the power to outline the work or duties, and specify terms of employment of the Executive Director and supervisory staff as they may determine;~~
- ~~Have the power to enter into contracts;~~
- ~~Have the power to do any and all things legally necessary to accomplish the purpose of IAC within the approved budget;~~
- ~~Have the authority to affiliate with such national organizations or county organizations as in their judgment would be beneficial to IAC, and appoint delegates thereto;~~
- ~~In the event of an emergency as declared by a two-thirds (2/3) vote of the voting members of the Board of Directors, such Board shall have emergency powers to deal with matters arising between regular meetings of the membership that require immediate action where a summoning of the general membership would be impractical because of the time factor involved;~~
- ~~The Board of Directors shall be authorized to promulgate such rules and regulations as are necessary for the smooth and efficient operation of IAC; such rules and regulations shall be reviewed at each annual meeting;~~
- ~~The Board shall meet at least quarterly and at other times as necessary (See Article V, Section 2); and~~
- ~~The Board of Directors may be polled at times other than regular board meetings by telephone, fax or mail, the results of which shall be binding on the board.~~

~~Section 0~~ ~~The Executive Director appointed by the Board of Directors shall:~~

- ~~Act as secretary of the Board of Directors.~~
- ~~Act as secretary of the Legislative Committee, and such other committees as the President or the Board of Directors may determine.~~
- ~~Represent IAC before any federal or state legislative body or other body or hearing upon the direction of the Board of Directors.~~
- ~~Prepare, or cause to be prepared, data and reports as required which shall include the publication of the official IAC newsletter.~~
- ~~Have general supervision over the office and employees of IAC, subject to the policies as approved by the Board of Directors.~~
- ~~Receive a salary fixed by the Board of Directors. This agreement may be terminated by either party by giving 30 days notice.~~

ARTICLE V: IAC ELECTIONS

SECTION 1 An election shall be held for secretary/treasurer at each annual meeting of IAC, and all members who are in good standing and present shall be entitled to vote in such an election.

SECTION 2 The election shall result in a new secretary/treasurer, as well as the other three officers advancing through the positions commencing with secretary/treasurer and ending with immediate past president.

SECTION 3 Nominees for the office of secretary/treasurer shall be open to all members in good standing, provided that not more than one member of the executive committee shall represent the same county or county elected office.

SECTION 4 The president of IAC shall conduct the election and shall:

A. Announce the rules of the election;

B. Provide voting by secret ballot if there is a contested race;

C. Declare the candidates who receive a simple majority vote as the newly elected officers of IAC;

D. Arrange in advance for the immediate installation of the newly elected qualified officers, terms herein specified.

SECTION 5 NACo and WIR Board Members: the election of a representative to the National Association of Counties (NACo) and to the Western Interstate Region (WIR) Boards shall be held at the annual conference and the term of office shall be for two (2) years with the election occurring in each even-numbered year. The second seat on the NACo Board (if Idaho qualifies) shall be held by the President of IAC or his or her designee. The foregoing elected representatives from Idaho to the NACo and WIR Boards shall also serve as ex-officio and voting members of the IAC Board of Directors.

SECTION 6 Persons that wish to pursue the secretary/treasurer, NACo representative and WIR representative positions must complete an application, provided by IAC, to IAC by August 15 of the year of their election to indicate their interest in running for the position. Failure to submit the required application shall bar the individual from running for office that year.

~~Article XXXIII:~~ARTICLE VI: FINANCES

SECTION 1 The funds of IAC shall be handled as follows:

A. The ~~Board~~ board of ~~Directors~~ directors shall cause to have a budget prepared and present the same for approval by the membership at the ~~Annual~~ annual ~~Meeting~~meeting.

B. All funds shall be deposited in an appropriate IAC checking or investment account in ~~a~~ financial institutions to be selected by the ~~Board~~ board of ~~Directors~~ directors and shall be disbursed by electronic funds transfer or check ~~only~~. Said checks shall require any two (2) of the following signatures: the ~~Executive~~ executive ~~Director~~director, secretary/~~Treasurer~~treasurer, ~~Deputy~~ deputy ~~Director~~director, ~~Financial~~ financial ~~Officer~~ officer or any other person(s) designated by the ~~Board~~board.

C. No financial obligations beyond the approved budget may be incurred for IAC without the approval of the ~~Board~~ board of ~~Directors~~directors.

~~C.~~D. The board may establish a requirement of bonding for conduct of the board or staff.

~~D. The Executive Director and/or Executive Treasurer shall each be bonded in the amount of $5,000 or such greater amount as determined by the Board of Directors.~~

E. ~~Not later than the 15th of~~Prior to the end of each month, the ~~Executive~~ executive ~~Director~~ director shall ~~certify~~ cause to be prepared and submitted to the secretary/~~Treasurer~~ treasurer and ~~B~~board ~~M~~members a complete report of revenues and expenditures of the preceding month, together with an updated balance sheet for each fund.

F. The ~~Board~~ board of ~~Directors~~ directors shall have the books audited by a Certified Public Accountant annually.

SECTION 2 The officers~~,~~ and members of the ~~B~~board of ~~D~~directors will be responsible for their own transportation and hotel at the IAC Annual Conference and the IAC Midwinter Conference. IAC shall pay officers and board members for the miles~~, the general Legislative Committee Chairman, and the NACo and WIR Representatives of IAC, while attending any authorized meeting shall be paid for the miles~~ actually traveled at the maximum rate established by the ~~B~~board of ~~D~~directors and/or actual expenditures for commercial travel, whichever is less, and shall be reimbursed for subsistence expenses at ~~said meetings~~the annual planning & development meeting. Reimbursements for special meetings of the IAC Board of Directors will be determined by the officers of IAC.

~~Article XXXIV:~~ARTICLE VII: COMMITTEES

SECTION 1 The ~~legislative~~ Legislative Committee, a standing committee of IAC, shall have the following membership and responsibilities.

A. The Legislative Committee shall consist of:

(1) A ~~Chair~~ chair and ~~Vice~~ vice ~~Chair~~ chair appointed by the ~~President~~president;
(2) The ~~Chair~~ chair of the Legislative Committee of each elected officials~~'~~ affiliate ~~Associations~~; and
(3) One member from each of the six (6) ~~Districts~~districts, this member to be elected after the General Election in November for a two (2) year term~~, starting in the year 1980, and every two (2) years thereafter~~. The name of the person elected shall be certified to IAC not later than 15 days after said election.

B. It shall be the duty of the Legislative Committee to:

(1) Formulate and promote the IAC Legislative Package from the resolutions submitted as outlined in Article VIII;
(2) Coordinate the legislative activities of the affiliated elected officials' groups;
(3) Coordinate the legislative activities of IAC Districts;
(4) Vigorously oppose legislation detrimental to good county government or in conflict with adopted IAC policies; and
(5) Render periodic reports to the general membership of IAC.

SECTION 2

A. The official steering committees of IAC are:

(1) Environment, Energy and Land Use;
(2) Health and Human Services;
(3) Intergovernmental Affairs;
(4) Justice and Public Safety;
(5) Public Lands; and
(6) Transportation

B. The official IAC steering committees shall have the following responsibilities:

(1) Create a committee mission statement to be reviewed biennially in even numbered years at the annual conference.
(2) Draft committee mission statement amendments, if necessary, and submit same to the membership for consideration and adoption at the annual conference. Mission statement amendments shall require a 2/3 approval of those committee members present.
(3) Consider legislative resolutions germane to the committee, either drafted by the committee or assigned to the committee and presented to the committee by affiliate associations or districts and submit recommendations to the IAC Legislative Committee at the annual conference, as provided in Article VIII. Recommendations shall require 2/3 approval of those committee members present.
(4) Consider at the discretion of the ~~Chair~~ chair other legislative or policy proposals of interest to the committee.
(5) Provide education and information focused on topics germane to the committee.

SECTION 3 Other committees may be appointed by the ~~President~~ president which in his or her discretion he or she deems necessary, or which the ~~Board~~ board of ~~Directors~~directors, or the membership of IAC may determine to be necessary.

SECTION 4 The ~~President~~ president shall appoint all committees, except as otherwise provided for herein. All committee appointments (except special committee appointments made for a lesser period of time) shall expire with the expiration of the term of the ~~President~~ president of IAC under whose term the appointment was made.

SECTION 5 The ~~President~~ president shall appoint the ~~Chair~~ chair and ~~Vice~~ vice ~~Chair~~ chair of all committees. All committee ~~Chair~~ chair and ~~Vice~~ vice ~~Chair~~ chair appointments shall expire with the expiration of the term of the ~~President~~ president of IAC under whose term the appointment was made.

It shall be the responsibility of the committee ~~Chair~~ chair to:

A. Attend all committee meetings;
B. Plan the meeting agenda with assistance from the IAC staff;
C. Start committee meetings on time;
D. Create and appoint subcommittees when appropriate;
E. Prepare and submit a written committee report after each meeting for distribution to the IAC membership; and
F. Perform other functions as set forth in the committee policy statement as set forth in policy by the IAC Board of Directors.

It shall be the responsibility of the committee ~~Vice~~ vice ~~Chair~~ chair to perform the responsibilities of the committee ~~Chair~~ chair in the absence of the committee ~~Chair~~chair.

SECTION 6 Committees may refer any unresolved matter to the ~~Board~~ board of ~~Directors~~ directors for final consideration prior to submission to the membership.

~~Article XXXV:~~ARTICLE VIII: LEGISLATIVE RESOLUTIONS

SECTION 1 Legislative resolutions to be incorporated in the IAC Legislative Package may be sponsored by:

A. IAC Board of Directors;

B. Affiliated Association of IAC;

C. IAC Districts; or

D. Standing or steering committees of IAC.

SECTION 2 Legislative resolutions must be submitted electronically to the IAC office no later than September 1 of each year and meet the following criteria:

A. Address a single subject;

B. Be prepared in the standard IAC legislative resolution format as established by the IAC Board of Directors;

C. List the county offices affected;

D. List the Idaho statutes affected;

E. Clearly state the arguments supporting the resolution including relevant background information;

F. State the fiscal impact of the resolution on counties;

G. Identify the sponsor as outlined in Section 1, Article VIII;

H. List other stakeholders who will be affected by the resolution and the nature of the impact; and

I. Identify the standing or steering committee to which the resolution is to be assigned.

SECTION 3 Legislative resolutions shall be processed in the following manner at the annual conference:

A. All legislative resolutions received electronically by the IAC office before September 1 shall be assigned a resolution number based on its order of submission and shall be placed on the agendas of the assigned standing or steering committees as provided in Section 2, Article VIII.

B. The sponsor, or his or her designee, shall present the resolution to the assigned steering committee. The assigned steering committee shall evaluate the resolution and submit its recommendation to the

IAC Legislative Committee for final recommendation to the ~~IAC~~ membership. Legislative resolutions that fail to meet steering committee voting requirements as provided in Section 2, Article VIII will not be considered by the IAC Legislative Committee. In order for a steering committee to adopt a resolution, the resolution must:

(1) Focus on a single issue~~s~~ within the general realm and scope of county government; and
(2) Affect more than one county or more than one elected office or department; and
(3) Affect taxation, spending, revenue generation authority and create significant efficiencies or cost savings; and
(4) Be politically feasible.

C. Following consideration by the assigned steering committees and prior to the consideration and adoption by IAC membership, the IAC Legislative Committee shall meet to review all legislative resolutions adopted by steering committees for compliance with Sections 2 and 3 of Article VIII. Legislative resolutions that are found to be noncompliant will receive no further consideration. After reviewing all legislative resolutions, the IAC Legislative Committee shall make and submit its recommendations to the ~~IAC Membership~~ membership for final consideration and adoption.

D. Following consideration by the IAC Legislative Committee, legislative resolutions shall be considered and voted upon by the ~~IAC~~ membership for adoption.

SECTION 4 The IAC Legislative Committee, as designated in Article VII, shall process adopted legislative resolutions in the following manner:

A. Legislative resolutions adopted by the ~~IAC~~ membership shall be placed on the agenda of the first IAC Legislative Committee meeting following the annual conference for the purpose of prioritizing the resolutions. Adopted legislative resolutions shall be prioritized according to the standards set forth in Section 3, Article VIII.

B. After prioritizing the legislative resolutions, the IAC Legislative Committee shall recommend a number not to exceed a total of ten (10) legislative resolutions. The ~~Chair~~ chair of the IAC Legislative Committee shall submit the legislative resolutions in order of priority to the IAC Executive Director who shall prepare of cause to be prepared the IAC Legislative Package which shall be provided electronically to each IAC member by December 1.

C. All legislative resolutions not incorporated in the IAC Legislative Package shall be the officially adopted policy of IAC and shall be the responsibility of the resolution sponsor.

D. Any special legislation that does not significantly impact most of the counties may be included in the IAC Legislative Package or may receive conditional support with the unanimous approval of the IAC Legislative Committee, ~~Board~~ board of ~~Directors~~directors, or two-thirds (2/3) vote of the IAC membership.

SECTION 5 Rules of order for voting shall be set forth in policy by the IAC Board of Directors and shall require a two-thirds (2/3) approval of the members voting on the issue.

SECTION 6 The IAC Legislative Committee on behalf of IAC may take a position on specific legislation that impacts Idaho's counties. The position to be taken shall be consistent with IAC policy and whenever practical shall be ratified by the IAC membership.

SECTION 7 No legislation or policy shall be drafted by IAC staff unless the request has been authorized by the IAC Board of Directors, IAC Legislative Committee, IAC District, affiliated association of IAC or IAC steering committee.

SECTION 8 All legislative resolutions must be submitted in compliance with Article VIII of the IAC Bylaws. Failure to comply with the provisions of any of the processes set forth in Article VIII of these bylaws shall render any resolution null and void.

~~Article XXXVI: ELECTIONS OF OFFICERS~~

~~**Section 0**~~ ~~An election shall be held for President, First Vice-President, Second Vice-President, Secretary and Treasurer at each annual meeting of IAC, and all members who are in good standing and present shall be entitled to vote in such an election.~~

~~**Section 0**~~ ~~The election shall result in the four officer positions and the position of Immediate Past President being occupied by individuals representing the various elected county offices. Each person so elected shall advance through the positions commencing with Treasurer and ending with Immediate Past President.~~

~~**Section 0**~~ ~~The Nomination Committee composed of the President or the President's designee of each of the affiliated Associations shall conduct the election and shall:~~

- ~~Present a slate of officers for the ensuing year, one or more candidates for each office, at the annual meeting of IAC.~~
- ~~Call for and accept nominations from the floor for these offices, when duly presented under simplified *Robert's Rules of Order*.~~
- ~~Provide for voting by secret ballot if there is a contested race.~~
- ~~Announce the rules of the election that shall prohibit proxy voting.~~
- ~~Declare candidates receiving a simple majority vote to be the newly elected officers of IAC.~~
- ~~Arrange in advance for the immediate installation of the newly elected qualified officers, terms herein specified.~~

~~**Section 0**~~ ~~NACo and WIR Board Members: the election of a representative to the National Association of Counties (NACo) and to the Western Interstate Region (WIR) Boards shall be held at the annual conference and the term of office shall be for two (2) years with the election occurring in each even-numbered year. The second seat on the NACo Board (if Idaho qualifies) shall be held by the President of IAC or his or her designee. The foregoing elected representatives from Idaho to the NACo and WIR Boards shall also serve as ex-officio and voting members of the IAC Board of Directors.~~

~~Article XLVII:~~ARTICLE IX: MEETINGS OF IAC

SECTION 1 The annual conference of IAC shall be at a time to be determined by the Board of Directors.

SECTION 2 Special meetings may be called by a majority of the Board of Directors, PROVIDED, that a written notice is sent to each member at his or her emailing ~~address~~ in advance of such meeting. Only issues for the call of the special meeting may be considered.

SECTION 3 It is the expressed belief of the charter members of IAC that the meetings of IAC must be kept firm from the influence of special interest groups and their representatives.

SECTION 4 At the annual or special meeting of IAC, after due notice of same has been given, a quorum at such meeting shall be constituted by the presence of at least a majority of the members registered, and any actions taken at such meetings will be legal and binding upon IAC if approved by a simple majority vote.

~~Article XLVIII:~~ARTICLE X: IAC DISTRICTS ~~MEETINGS~~

SECTION 1 Each IAC District shall elect a ~~Chair~~chair, ~~Vice~~vice ~~C~~chair and ~~Secretary~~secretary/~~T~~treasurer each year in a manner agreed on. Any county that is not a member of IAC shall be denied the holding of an office on a ~~District~~ district level, voting on IAC matters and serving on an IAC ~~Committee~~committee.

SECTION 2 Each IAC District shall have at least two (2) meetings per year, one of which shall take place in October or November. These meetings may be called by the ~~Chair~~ chair at his or her pleasure. All elected officials in each of the six (6) ~~Districts~~ districts shall have notice of their ~~District~~ district ~~Meeting~~meeting.

SECTION 3 Each IAC District shall elect one (1) representative and one (1) alternate to serve on the IAC Board of Directors in October or November of each even numbered year. These two names shall be submitted to IAC within 15 days of the election.

Section 2SECTION 4 Each IAC District shall notify IAC no later than December 31 of their scheduled meetings for the following year.

Article XLIX:ARTICLE XI: AMENDMENTS AND RULES OF ORDERREVIEW OF AMENDMENTS AND BYLAWS

SECTION 1 IAC Bylaws shall be reviewed every two (2) years by the board in even numbered years. The board may make a recommendation to the membership for amendments.

Section 1SECTION 2 Any and all amendments to this Constitution and By-Laws must be approved by the majority vote of the general membership of the IAC in attendance at any regular or properly called special meeting, PROVIDEDprovided, however, that the proposed amendment, or amendments shall have been submitted in writing to the membership at least ten (10) days in advance of such meetings, and shall have been read to the members at said meeting.

Section 2SECTION 3 The meetings of IAC and its committees shall be governed by the simplified *Robert's Rules of Order.* IAC Districts and affiliate associations shall review their bylaws for compliance with the IAC Bylaws every two (2) years in even numbered years.