

**THE IDAHO CHAPTER  
OREGON-CALIFORNIA TRAILS ASSOCIATION  
BY-LAWS**

DATE REVISED: October 15, 2011

DATE APPROVED: October 15, 2011



**ARTICLE I**

**Name and Status**

The name of this organization shall be The Idaho Chapter of the Oregon-California Trails Association (IOCTA), the Oregon-California Trails Association (OCTA) being a national society incorporated under the laws of Colorado, having its national headquarters in Independence, Missouri.

**ARTICLE II**

**Purpose and Character**

This organization shall operate exclusively for preservation and educational purposes and for no other purpose.

Preserving portions of the Oregon and California trails and their branches within Idaho is the primary mission of the Idaho Chapter.

The Idaho Chapter shall aid OCTA in accomplishing its national organization goals.

To accomplish these goals the Statement of Purpose of OCTA is adopted, whereby the Idaho Chapter shall take part in the identification, preservation, and accessibility of trail remains and historic sites and landmarks along the trails and their branches; shall work with and assist public land management agencies and private land owners in the preservation and management of historic trail resources

and their view sheds; shall assist in efforts to secure easements from private landowners relating to trail sites and segments deemed suitable for public access and/or preservation; shall seek public exposure of association and chapter goals and activities, so as to create public awareness and concern for the preservation of the trails, branches, historic sites, and view sheds.

## **ARTICLE III**

### **Membership**

1. Qualifications. Any person who is interested in the purpose and character of the Idaho Chapter shall be eligible for membership.
2. Dues. Members shall pay annual Idaho Chapter dues, to be determined by the Executive Committee, along with OCTA dues. Dues will be collected by OCTA for both National and Idaho Chapter membership on the anniversary of one's OCTA membership.
3. Sections. Idaho Chapter membership shall be divided into two sections. The East Section shall include the portion of the state from the Wyoming border west to, but not including, the city of Twin Falls. The West Section shall include the portion of the state from the city of Twin Falls west to the Oregon border.
4. The period of IOCTA annual membership coincides with OCTA membership.
5. Other categories of membership and dues payment requirements may be created by action of the Executive Committee and subject to approval by the general membership.
6. The Executive Committee shall have the power to suspend or terminate membership for just cause.

## **ARTICLE IV**

### **Officers**

1. Purpose. The Officers shall perform the tasks necessary to operate the Idaho Chapter assisted by the Board of Directors and other positions defined as needed.
2. Composition. The officers of the Idaho Chapter shall be:
  - a. President

- b. Two Vice-Presidents
  - c. Secretary
  - d. Treasurer
3. Sections. One Vice-President representing each Section of the Idaho Chapter
  4. Membership. All Officers shall be members of the Idaho Chapter and OCTA.
  5. Executive Committee. All Officers shall be voting members of the Executive Committee.
  6. Terms. Length of term for Officers shall be two years. Officers may serve more than one term.
  7. Election. Elections shall take place each year at the fall general meeting.
  8. Duties. The officers shall have such powers and perform such duties as usually pertain to their respective offices, and shall possess such additional powers and duties as may be specifically authorized or assigned by the Board of Directors. Specific duties include:
    - a. President:
      - Presides at all chapter, Board, and other meetings of the chapter
      - Appoints a nominating committee for Executive Committee positions
      - Presents candidates for other positions including Trail Dust Editor, Webmaster, Preservation Officer, Historian, Membership Chairman, and other positions as needed, to the Board of Directors for approval
      - Presents a schedule of field trips for approval by the Board of Directors
      - Appoints committees for special purposes
      - Maintains contact with the OCTA office and officers and shall serve as a non-voting liason representative at meetings of the National Board of Directors
    - b. Vice-Presidents:

- One Vice-President assumes the duties of the President during his absence
- Assists the President as requested

c. Secretary:

- Records and transcribes the minutes of the chapter, board, and other official meetings, and makes minutes available at appropriate times for approval, and publication as directed by the Executive Committee

d. Treasurer:

- Collects, deposits, and distributes funds as needed
- Reports financial status at each Board of Directors or general meeting in writing

## **ARTICLE V**

### **Board of Directors**

1. Purpose. The Board of Directors shall provide guidance to the Officers and assistance in conducting the affairs of the Idaho Chapter.
2. Composition. The Board of Directors is composed five Directors.
3. Sections. There shall be at least one Director from each Section. It is recommended that Directors represent the distribution of the Idaho Chapter membership within the state.
4. Membership. All Directors shall be members of the Idaho Chapter and OCTA.
5. Executive Committee. All Directors shall be voting members of the Executive Committee.
6. Terms. Length of term for Directors shall be three years. Directors may serve more than one term.
7. Election. Elections shall take place each year at the fall general meeting. When there is more than one Director representing a Section, their terms shall be staggered if possible.

## **ARTICLE VI**

### **Executive Committee**

1. Composition. The Officers of the Idaho Chapter and members of the Board of Directors shall constitute the Executive Committee.
2. Purpose. The Executive Committee shall conduct the affairs of the Idaho Chapter between general meetings.
3. Vacancies. In the event of an Officer or Director leaving the Idaho Chapter, resigning from their position, or failing to renew their membership before his term expires, the Executive Committee shall have the power to appoint another member to fill the vacancy until the next Idaho Chapter election. An election shall take place at the next Idaho Chapter general meeting to designate a member to complete the term or to begin a new full term. The determination of completing a term or beginning a new term shall be voted upon by the Idaho Chapter membership at the meeting before the election takes place.
4. Creation of New Positions. The Executive Committee may create new positions of responsibility. Each new position must have a detailed written explanation of the duties and responsibilities. Appointment to such position shall be by nomination by the President, affirmation by the Executive Committee, and approval by the Idaho Chapter membership for the creation of such position. Term in said position shall be for one year, with reappointment approved by the Board of Directors. Defined positions as of 2011 are:
  - Trail Dust Editor
  - Webmaster
  - Preservation Officers (East and West)
  - Historian
  - Membership Chairman

## **ARTICLE VII**

### **Meetings and Activities**

1. Time and Place. The annual meeting of the Idaho Chapter shall be held in the second quarter of each year, preferably in April, at such time and place as shall be determined by the President. Notice shall be given to the

members at least three weeks before the date of the meeting in such manner as the Board of Directors shall determine.

2. Other Meetings. Special meetings for the purpose of conducting business may be called from time to time by the President or Board of Directors. The President or Board of Directors may call periodic meetings of the membership for informational, educational, or recreational purposes at any time.
3. Quorum. The presence of a least a majority of the directors and officers taken together shall constitute a quorum for any meeting of the Board of Directors, unless a different quorum is set for the meeting involved. If a quorum is not present at any meeting of the Board of Directors, a majority of those present may adjourn the meeting until a quorum is present.
4. Field Trips. Before attending any field trips sponsored by the Idaho Chapter, all attendees shall sign a waiver, release, assumption of risk an indemnity form. Insurance liability is provided by the OCTA organization.

## **ARTICLE VIII**

### **By Laws**

1. The By-Laws of the Idaho Chapter shall be in accord with those of the OCTA association.
2. The By-Laws of the Idaho Chapter may be amended by the Executive Committee. The IOCTA membership may vote upon amendments at any meeting which has an agenda item for such purpose or via electronic communications such as email.
3. Unless specifically authorized or ratified in writing by the Board of Directors of OCTA, neither the Idaho Chapter, nor any officer, agent, or member of the Chapter shall have any authority to bind OCTA for any obligation or undertaking, assumed, or incurred by any of the same, or render OCTA liable for any act or admission of the Idaho Chapter, its officers, agents, or members.
4. This Charter may be cancelled and the Idaho Chapter ordered dissolved at any time by the Board of Directors of OCTA and the same shall be effective upon written notice of such action being deposited in the United States mail by OCTA. The Idaho Chapter may be surrendered and the Idaho Chapter dissolved by the majority vote of the Idaho Chapter members either at a meeting, by mail, or by email. Written notice of such action shall forthwith ~~by~~ be delivered by the chapter Secretary to the President of OCTA. Such action shall be effective when all the affairs of the Chapter have been concluded satisfactorily, as determined by the Board of Directors of OCTA,

and all assets and books and records of the Idaho Chapter have been delivered to the President of OCTA.

5. Gender Neutral. The terms "he," "she," "his," and "hers" within these By-Laws are gender neutral.

## **ARTICLE IX**

### **Appointed Positions**

#### 1. Trail Dust Editor

- Publishes the newsletter a minimum of four times per year. Suggested publication times are March, June, September, and December in order to notify readers of upcoming spring and fall meetings, and summer outings
- Additional editions may be published as needed
- Solicits articles from the membership of the Idaho Chapter
- The newsletter should contain a calendar or list of upcoming events, summaries of recently completed activities, and other stories of interest to the members of the Idaho Chapter and others who receive the newsletter
- Distributes the newsletter electronically via email, a website download, and/or by paper copies which are mailed
- Copies shall be sent to IOCTA members, OCTA chapters, OCTA, and public agencies, organizations, and individuals as deemed appropriate
- A digital copy of the newsletter shall be sent to the Webmaster

#### 2. Webmaster

- Solicits activity summaries, pictures, maps, and other materials from the membership and displays them on the website in the established design and arrangement
- Posts the latest version of the chapter newsletter on the website
- May post a condensed summary of the "actions taken by the board," but does not post meeting minutes until they are approved
- Maintains the IOCTA website by ensuring that links to other locations are kept current by removing old material from the website

- Report on web site activities at any general meeting

### 3. Preservation Officers

- Oversees the Oregon and California Trail remnants and related historical sites within Idaho, along with their view sheds, to provide for the highest likelihood of preservation and protection
- Reports on preservation issues at Idaho Chapter meetings
- Maintains contact with the National Preservation Officer

### 4. Historian

- Collects and preserves historical information about the Idaho chapter and the Idaho portions of the Oregon and California Trails

### 5. Membership Chairman

- Maintains membership list for the chapter
- Contacts new members to welcome them to the chapter
- Contacts former members who have allowed membership to expire to determine reason for leaving