

Spring 2008 SAGE NOTES A Publication of the Idaho Native Plant Society Vol. 30 (1)

Dear INPS Members,

Within this issue are the original and the revised versions of the INPS Bylaws. Two years ago the Bylaws Committee was given the charge by the INPS Board to:

- * Standardize terminology and eliminate inconsistencies within the document
- * Clarify ambiguous language
- * Provide for two year terms for Society officers with an implementation mechanism
- * Refine language throughout the document

The bylaws committee has worked long and struggled mightily to come up with the copy you are receiving. There has been a lot of debate and some compromises along the way. I do feel we have a very workable document. The committee members represented the vast majority of the INPS members very capably. Lamar Orton, as chair, kept the committee on track and had a very ambitious schedule to meet.

Many, many thanks to Lamar and to these committee members: Ken Haag of Kinnikinnick Chapter Laura Asbell of Calypso Chapter Kristen Fletcher of Sah-Wah-Be Chapter Steve Rust of Pahove Chapter

The insights and clarity of thinking of all these people with input from many others has created a great document.

Please review these documents carefully. The revised bylaws will be voted on at the annual meeting. Just one more reason for as many people to come to the annual meeting as possible. There needs to be a quorum for the vote.

I'm looking forward to seeing you at the annual meeting. Let's all join together to make this the largest meeting we have had.

The nominating committee has been interviewing a number of people for new INPS officers. Please, when asked to be a committee member or a state officer, consider carefully and then GO FOR IT!! This is YOUR society. It is people like you who keep the society operating.

Cheers!

Janet Benoit INPS President

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Check out Sage Notes in color on the INPS website: http://www.idahonativeplants.org/

{Articles contributed to Sage Notes reflect the views of the authors and are not an official position of the Idaho Native Plant Society}

Revised by-laws of the INPS (Final revision 12-8-2007). For comparison the old by-laws are provided on page 6.

BY-LAWS OF THE IDAHO NATIVE PLANT SOCIETY

ARTICLE I - PURPOSE

The mission of the Idaho Native Plant Society (hereafter "Society") is to foster within its membership and the general public an understanding of and appreciation for the value of Idaho's native flora and its habitats, to encourage the responsible use of native plants in landscaping and restoration, and to advocate conservation of this rich natural heritage for future generations.

ARTICLE II - MEMBERSHIP

Section 1. Eligibility.

Membership in the Society shall be open to individuals, households, or groups interested in learning about Idaho's native flora and its habitats. The Board may establish other membership categories. Membership shall be conferred upon receipt of a written application with dues to the Society Board of Directors (hereafter "Board") or to one of its Chapters or other protocol as approved by the Board.

Section 2. Right of Members to Vote

Each membership shall be entitled to one (1) vote on any question requiring a vote of the membership of the Society, except for participants in household memberships. Each household membership shall be entitled to a maximum of two (2) votes. The right to vote of a group membership shall be exercised by an individual designated in writing as the official delegate for the group. A group is any affiliated organization, agency or business other than a Chapter of the Society.

Section 3. Use of the Society's Name

No member, except the President of the Society (hereafter "President") may speak for or in the name of the Society without authorization by the Board

ARTICLE III - DUES

Section 1. Fiscal Year

The fiscal year shall begin January 1 and end December 31. Annual membership is renewable each calendar year.

Section 2. Determination of Dues

The Board shall establish the Society's dues structure, including honorary memberships for which dues may be waived. Society members may select affiliation with a Chapter. Chapters may determine additional Chapter dues applicable to Society members wishing to affiliate with that Chapter. Chapters may not create "Chapter only" membership categories. Dues are payable January

1. If dues are not paid by April 1 the membership lapses. Renewing members shall pay the full dues amount regardless of when payment is received. After June 1 new memberships will be considered complementary until the end of the current fiscal year and effective for the following fiscal year.

Section 3. Disposition of Dues

The dues of all members shall be paid to the Society's Treasurer either directly or indirectly through the Chapters' treasurers (secretaries/treasurers). Twenty-five percent (25%) of the Society's dues in addition to Chapter assessed dues collected from Chapter members shall be remitted by the Society's Treasurer to the local Chapters for local expenses or any other use desired by the Chapter. Dues from members not designating a specific Chapter affiliation will be retained by the Treasurer in the account of the Society.

ARTICLE IV - BOARD OF DIRECTORS

Section 1. Composition

The Board of Directors shall consist of the four elected statewide officers of the Society, the immediate Past President, the Presidents of all affiliated Chapters or a designee appointed by the President of each Chapter, and a Member-at-Large nominated by the President from members not affiliated with a Chapter and approved by the Board. All members of the Board shall have equal voting rights.

Section 2. Duties

The Board shall be responsible for and have the authority to manage the finances and affairs of the Society.

Section 3. Meetings

The Board shall meet at the time and place of the annual meeting during which the Board shall establish regular meetings to be held at such other places and times as may be determined from time to time. The Board shall meet at least four (4) times annually including the annual meeting. After the establishment of the time and place for such regular meetings, no further notice need by given. Special meetings may be called by the President or, in his/her absence, inability or refusal to act, by the Vice President or any two Directors. Ten (10) day notice of a special meeting shall be given each Director by the Secretary.

Section 4. Vacancies, Removal, Resignation

Any vacancy occurring on the Board by removal, resignation, death, of otherwise shall be filled as follows:

Officer (except President) or the Member-at-Large – Nominated by the President and approved by the Board; President – The Vice President shall fill that position as provided by Article V, Section 3. A new Vice President shall than be nominated by the new President and approved by the Board; Past President – the vacancy shall not be filled; Chapter President or designee – by a nominee of the Chapter. A Director selected to fill a vacancy on the Board shall hold office only until his or her successor is duly elected and qualified. Any Director may be removed with or without cause by a vote of two-thirds of the members of the Board or by a majority vote of the total outstanding membership of the Society at a meeting called for that purpose. Any Director may resign by submitting a written notice to the Board stating the effective date of his/her resignation. Acceptance of the resignation shall not be necessary to make it effective.

Section 5. Quorum

Attendance, in person, by conference call or by electronic means approved by the Board, of four (4), or one-third of the Directors whichever is greater, shall be necessary to constitute a quorum to conduct official business of the Society.

Section 6. Action of Directors without a Meeting

Any action that is required to be taken for the conduct, management, and control of the affairs of the Society between scheduled meetings of the Board may be taken by the Directors by majority vote of the Board unless otherwise specified in these bylaws. Voting can be conducted in person, by conference call or by electronic means approved by the Board.

ARTICLE V - OFFICERS

Section 1. Officers

The elected officers shall be President, Vice President, Secretary, and Treasurer.

Section 2. President

The President shall preside at the meetings of the membership and of the Board, speak on behalf of the Society, appoint with Board approval the Editor of the Society newsletter, the Member–at-Large, committees' chairs and members as provided in Article VI, Section 2 and Section 4 and Article VII below, and perform additional functions as required. The president shall also prepare the agenda for Board meetings in consultation with the Secretary. The agenda shall be made available to the Board members one week prior to the Board meeting.

Section 3. Vice President

The Vice President shall preside in the absence of the President and shall perform additional functions as

required, including serving as Annual Meeting Committee Chair. He/she shall become President immediately if the office of President becomes vacant. The Vice President shall be a non-voting ex officio member of all standing committees.

Section 4. Treasurer

The Treasurer shall pay bills and keep and maintain adequate and correct accounts of the transactions of the Society. He/she shall receive all membership dues of the Society, maintain a membership list, submit the names, addresses and categories of the new annual memberships and renewals monthly to Chapter treasurers and at least quarterly remit to Chapter treasurers their portion of all membership dues. The Treasurer will provide quarterly financial reports to the Board. An annual financial report will be prepared at the end of the fiscal year and distributed to the membership by mail or through the Society's newsletter. At the Board meeting preceding the end of the current fiscal year, the Treasurer will provide the Board, for approval, a proposed budget for the ensuing fiscal year. The Treasurer shall be an ex officio member of the ERIG and membership committees. The Treasurer shall have such other powers and perform such other duties as may be prescribed by the Board.

Section 5. Secretary

The Secretary shall notify Directors of meetings, keep the minutes of all meetings of the Board, the statewide meetings of members, with the time and place of the meetings, and shall have such other duties as may be prescribed by the Board. The Secretary shall prepare such directives and other documents as are needed and authorized by the Board.

Section 6. Officer Terms

The officer terms shall be two years. The terms shall be staggered with the President and Secretary being elected one year and the Vice President and Treasurer being elected and Member-at-Large being appointed in the following year. A member may serve a maximum of three (3) consecutive terms in an office including partial terms. In the event that one officer is elected to another office a replacement will be made following the procedures set forth in Article IV Section 4 of these bylaws.

Section 7. Delivery of Records

Each officer, appointed or elected, upon the expiration of his/her term or the termination of his/her duties for other reason, shall deliver to his/her successor the record of the office.

ARTICLE VI - ELECTIONS Section 1. Notice

The Society shall provide notice of the annual election of officers a minimum of ninety (90) days before the election.

Section 2. Nominating Committee

By the end of September, the President shall appoint a nominating committee, to consist of a chair and two (2) or more members, all from different Chapters, of which no more than one is a member of the Board. The Society shall inform its members in the next Newsletter of the appointments to the nominating committee with contact information. The committee shall prepare the ballot with the nominees for elective office and submit it to the President before the first Board meeting of the year. The ballot may contain more than one nominee for each office. The nominating committee shall not recommend any member for office without receiving consent of the nominee. All candidates for office shall be members of the Society in good standing.

Section 3. Mail Ballot

A ballot including the names of all nominees and blank spaces for write-in candidates shall be printed and mailed to all paid members with instructions that it be returned no later than thirty (30) days prior to the annual meeting. The ballot will include provisions for two (2) votes for household memberships. The Society's newsletter may be used for the mailing if it is published within the time limits set above.

Section 4. Ballot Committee

Twenty (20) days prior to the annual meeting ballots shall be counted by a ballot committee appointed by the President. The candidate for each office receiving the most votes shall be certified as elected. In the case of a tie vote, the Board shall decide. The newly elected officers take office at the conclusion of the annual meeting.

ARTICLE VII - COMMITTEES

Section 1. Standing Committees

Standing committees will be formed with attention to representation of the geographical distribution of the membership of the Society. Standing Committee Chairs shall be appointed by the President with approval of the Board. Chairs shall be appointed for a term of two (2) years unless otherwise specified below and may be reappointed for additional terms.

a. Conservation Committee - Shall be made up of members of the Society with interest and experience in specific areas of concern such as threatened and endangered plants, legislation, publications, and other conservation topics. The duties of the Committee shall be to implement the conservation goals established by the Board or other tasks as assigned by the Board.

The President may nominate technical advisors to act as chairs to small conservation subcommittees. Technical advisors normally will be knowledgeable in the area of concern of their subcommittees. They and the rest of their subcommittee are appointed by the President and approved by the Board to remain in their positions until resignation, program termination or removal by the Board.

- **b.** Annual Meeting Committee Shall be chaired by the Vice President of the Society who will nominate a member of the host Chapter and two (2) other members from the host region to serve on the committee for one year on approval of the Board. The Committee will be responsible for the annual meeting.
- c. Membership Committee The chair and two (2) other members will be responsible for recommending membership categories, and developing strategies to promote the renewal of present members and recruitment of new members. The Committee shall carry out other such duties relating to membership as directed by the President/Board.
- d. Education, Research, and Inventory Grants Committee - The Committee shall consist of three (3) active members to serve on the Committee with annual approval of the Board. The committee will solicit grant proposals by announcing the total budgeted amount for the grant, proposal deadlines and selection criteria to the Society membership at least seventy-five (75) days prior to the deadline for submitting grant proposals. The Education, Research, and Inventory Grants Committee will review grant proposals and recommend funding decisions to the Board for approval. The annual grant solicitation and selection cycle will generally begin in the fall months and proceed with sufficient timeliness to adequately support early spring education, research, and inventory projects. The ERIG total allocated fund amount is determined by the Board.
- e. Newsletter Committee shall be chaired by the Editor of the Newsletter. Three (3) additional members shall be appointed for two (2) years by the President with approval of the Board. The duties of the Committee are to plan the future of the Newsletter, aid in getting articles for the Newsletter, help in the review of articles received for content and for grammatical correctness, and perform other duties as needed for the effective publication of the Newsletter. Technical advisers may be utilized by the Committee as needed.

The Editor or his/her designee shall attend all Board meetings.

Section 2. Special Committees

Special committees shall be appointed as necessary by the President with approval of the Board.

ARTICLE VIII - MEETINGS

Section 1. Annual Meeting

The annual meeting of the members of the Society shall be held on an hour and day to be determined by the Board. The annual meeting will typically be held during the months of June or July, but may occur earlier or later in the summer months to accommodate appreciation of Idaho's diverse flora.

Section 2. Special Meetings

Special meetings of the total membership may be called at any time by the Board, or on written request of twenty (20) percent or more of the total membership.

Section 3. Quorum

The presence of ten (10) percent of the membership entitled to vote shall be necessary to constitute a quorum for the transaction of business at any statewide meeting. The ten percent may be met by including the proxy votes, given in writing, to another person present at the meeting. A decision of the majority of the members present at a meeting at which a quorum is present is a valid act of the members.

ARTICLE IX - PARLIAMENTARY AUTHORITY

Unless otherwise provided, Robert's Rules of Order, Rev., shall be the rules of procedure governing the conduct of all meetings.

ARTICLE X - PERSONAL LIABILITY AND INDEMNIFICATION

Section 1. Liability of Members

No member of the Society shall be personally liable to the Society's creditors for any debt or liability, and any and all creditors shall look only to the assets of the Society for payment.

Section 2. Indemnification

The Society agrees to indemnify and hold the officers and directors of the Society harmless for any liability they may incur while performing duly authorized acts by and on behalf of the Society.

ARTICLE XI - CHAPTER ORGANIZATION Section 1. Founding Procedure

A group of six (6) persons, members or nonmembers of the Society, may organize a Chapter of the Society upon approval of the Board. A written request addressed to the state Board for recognition as a Chapter shall be mailed to the President to initiate the process. It shall be accompanied by applications for membership and payment of current dues for each non-member along with a list of current members who wish to affiliate with the Chapter.

Section 2. Chapter Name

Such Chapters as the Board may authorize shall be designated, "The _____ Chapter of the Idaho Native Plant Society." When a previously organized club or society desires to become an INPS Chapter, it may retain its name, if preferred, and be known officially as "The _____ Club/Society, a Chapter of the Idaho Native Plant Society."

Section 3. Chapter Officers, Election

Members of each Chapter shall elect Chapter members to serve as Chapter board members and/or Chapter officers consisting of at least a President, Vice President, Secretary, and Treasurer (or Secretary-Treasurer). All election results shall be reported promptly to the President of the Society.

Section 4. Chapter Officers, Duties

Duties of the Chapter officers shall be those usually associated with the offices.

Section 5. Board Membership of Chapter Officers

The President of each local Chapter shall be a member of the Board of Directors of the Society, unless the Chapter President chooses to appoint another member as its representative to the Board.

Section 6. Membership Privileges

All members of a local Chapter have full membership in the Society and are entitled to all the privileges pertaining thereto.

Section 7. Chapter By-Laws

Local Chapters are authorized to adopt their own bylaws with approval of the INPS Board, provided that chapter organization conforms with requirements set forth in Article XI. Chapters that do not have by-laws shall use Article XI of these by-laws.

Section 8. Chapter Programs

Each chapter is encouraged to have its own programs and educational activities.

Section 9. Chapter Reports

Publications, reports of meetings, Chapter news, upcoming events and other items for publication should be sent to the Editor of the newsletter of the Society according to the publication deadlines established by the Editor.

Section 10. Chapter Independence

No Chapter, or any officer or member thereof, except with approval of the Board, shall have power to act for the Society in any official manner, financially or otherwise. Local Chapters shall hold harmless the Society from any liability in connection with activities or functions of the Chapters. Nothing in this Section shall be construed to restrict the actions of the local Chapter officials in promoting the activities of their Chapter which are independent of the Society and are substantially consistent with the bylaws and policies of the Society.

Section 11. Chapter Meetings

Meetings of the members of local Chapters shall be held not less than four times annually, the dates, time, and place to be decided by the local officers.

Section 12. Dues

Each Chapter treasurer or secretary-treasurer may collect the annual dues from each of its members and shall submit the names, addresses and categories of new annual memberships and renewals monthly to the Society Treasurer and remit at least quarterly the Society's portion of the dues to the Society Treasurer. In so doing, the Chapter may retain the 25% portion allocated to the Chapter from the Society in accordance with Article III, Section 3 of these by-laws.

Section 13. Separation of Dues

If a Chapter collects dues from its members, clear and separate accounting of the Chapter retained dues and the Society's portion of the dues shall be maintained in all instances.

ARTICLE XII – AMENDMENT PROCEDURE Section 1. By-Laws

These by-laws may be amended, altered, repealed, or new by-laws adopted by 1) A two-thirds (2/3) majority of the votes at any regular meeting or special meeting of the membership called specifically for the purpose, provided that a quorum as specified in these by-laws be present or 2) if approved by the Board, by mail ballot, by a two-thirds vote of those voting, provided that the ballots not be counted until sixty (60) days after ballot mailing and that the total number of ballots received constitutes a quorum as set forth in these by-laws. Amendments must be dated and must specifically indicate any part of the by-laws that they are intended to modify or supercede. Those portions of the by-laws affected by an amendment shall be annotated accordingly.

Article XIII - AMENDMENTS

ADDENDUM - By-Law Transition Process

Except for Article V, Section 6, these by-laws shall take effect in their entirety on January 1st of the year following their adoption. During the first year they are in effect, the President and Secretary shall be elected for two year terms and the Vice President and Treasurer shall be elected for one year terms. The Member-at-Large shall be appointed for a one year term. During the second year, the Vice President and Treasurer shall be elected for two year terms, the Member-at-Large shall be appointed for a two year term, and the entire by-laws shall be in effect.

Old Edition ~ BY-LAWS OF THE IDAHO NATIVE PLANT SOCIETY~ Old Edition

ARTICLE I - PURPOSE

The mission of the Idaho Native Plant Society is to foster an understanding and appreciation of Idaho's native flora and its habitats, to encourage the responsible use of native plants in landscaping and restoration, and to advocate conservation of this rich natural heritage for future generations.

<u>ARTICLE II - MEMBERSHIP</u> Section 1. Eligibility

Membership in the Society shall be open to all persons, families, or groups interested in the study of native plants. Membership shall be conferred in two ways:

1. Upon written application to the Society Board

- of Directors, and remittance of dues as hereinafter provided, or
- 2. As a member of a chapter as outlined under Article XI. All members of Idaho chapters automatically are members of the Idaho Native Plant Society when

their dues are paid. Membership classifications shall be set and revised as needed by the Board of Directors.

Section 2. Right of Members to Vote

Each membership shall be entitled to one (1) vote on any question requiring a vote of the membership of the corporation, except for participants in family memberships. Each family membership shall be entitled to a maximum of two (2) votes. The right to vote of a group membership shall be exercised by an individual designated in writing as the official delegate for the group. A group is any affiliated organization or agency other than a chapter.

Section 3. Use of the Society's Name

No member may speak for or in the name of the Society without authorization by the Board of Directors.

ARTICLE III - DUES

Section 1. Fiscal Year

The fiscal year shall begin January 1 and end

December 31. Annual membership is renewable each calendar year.

Section 2. Determination of Dues

Dues shall be fixed and reviewed as needed by the Board of Directors. Dues shall be payable January 1 and if unpaid by April 1, the membership lapses. Persons who join the Society after June 1 will be assessed half the yearly dues amount. The membership categories shall be: student and senior citizen; individual; family; patron; and life.

Section 3. Disposition of Dues

The dues of all members shall be paid to the Treasurer. Twenty-five percent (25%) of all dues collected from chapter members shall be remitted by the Treasurer to the local chapters for local expenses or any other use desired by the chapter. Dues from members not belonging to a chapter will be retained by the Treasurer in the account of the Idaho Native Plant Society.

ARTICLE IV - BOARD OF DIRECTORS

Section 1. Composition

The Board of directors shall consist of the four elected statewide officers of the Society, the immediate Past President, the Presidents of all affiliated chapters or a designee appointed by the President of each chapter, the Editor of the newsletter and a member at large nominated by the President of the Society and approved by a majority of the Board of Directors.

Section 2. Meetings

The Board of Directors shall meet at the time and place of the annual meeting during which the Board may establish regular meetings to be held at such other places and times as may be determined from time to time. After the establishment of the time and place for such regular meetings, no further notice need by given. Special meetings may be called by the President or, in his/her absence, inability or refusal to act, by the Vice President or any two Directors. Ten (10) day notice of a special meeting shall be given each Director by the Secretary.

Section 3. Vacancies, Removal, Resignation

Any vacancy occurring on the Board of Directors by removal, resignation, death, of otherwise shall be filled by the majority vote of the remaining Directors. A Director selected to fill a vacancy on the Board shall hold office only until his successor is duly elected and qualified. Any Director may be removed with of without cause by a vote of two-thirds of the members of the Board or by a majority vote of the total outstanding membership of the Society at a meeting called for that purpose. Any Director may resign by submitting a written notice to the Board stating the effective date of

his/her resignation. Acceptance of the resignation shall not be necessary to make if effective.

Section 4. Quorum

A quorum of four (4), or one-third of the Directors whichever is greater, shall be necessary to constitute a quorum to conduct official business of the Society.

Section 5. Action of Directors without a

Meeting

Any action that is required to be taken for the conduct, management, and control of the affairs of the Society between scheduled meetings of the Board may be taken by the Directors by written or oral unanimous consent.

ARTICLE V - OFFICERS

Section 1. Officers

The elected officers shall be President, Vice President, Secretary, and Treasurer.

Section 2. President

The President shall preside at the meetings of the membership and of the Board of Directors, act as spokesman for the Society, and perform additional functions as required.

Section 3. Vice President

The Vice President shall preside in the absence of the President and shall perform additional functions as required, including serving as Program Committee Chair for the annual meeting. He/she shall become President immediately if the office of President becomes vacant.

Section 4. Treasurer

The Treasurer shall keep and maintain adequate and correct accounts of the transactions of the Society. He/she shall receive all membership dues of the Society and at least quarterly remit chapter treasurers their portion of all membership dues. The Treasurer shall have such other powers and perform such other duties as may be prescribed by the Board of Directors.

Section 5. Secretary

The Secretary shall notify Directors of meetings, keep the minutes of all meetings of the Board of Directors, the statewide meetings of members, with the time and place of holding, and shall have such other duties as may be prescribed by the Board of Directors. The Secretary shall prepare such directives and other documents as are needed and authorized by the Board of Directors.

Section 6. Newsletter Editor

The Editor of the Idaho Native Plant Society newsletter shall be appointed by the President, with approval of the Board of Directors. The Editor shall serve ex officio as a non-voting member of the Board of Directors.

Section 7. Delivery of Records

Each officer, appointed or elected, upon the expiration of his/her term or the termination of his/her duties for other reason, shall deliver to his/her successor the record of the office.

ARTICLE VI - ELECTIONS

Section 1. Notice

The newsletter of the Idaho Native Plant Society shall contain a timely notice of the annual election of officers.

Section 2. Nominating Committee

At the annual meeting, the President shall appoint a nominating committee, to consist of a chairman and two (2) or more members, of which only one is a member of the Board of Directors. The committee shall prepare the ballot with the nominees for elective office and submit it to the President by January 1. The nominating committee shall not recommend any member for office without receiving consent of the nominee. Members interested in serving as officers should notify a member of the nominating committee.

Section 3. Mail Ballot

A ballot including the names of all nominees shall be printed and enclosed with the newsletter two issues prior to the annual meeting and mailed to all paid members with instructions that it be returned no later than thirty (30) days prior to the annual meeting.

Section 4. Ballot Committee

Ballots shall be counted by a ballot committee appointed by the President. The candidate for each office receiving the most votes shall be certified as elected. In the case of a tie vote, the Board of Directors shall decide. The newly elected officers take office at the conclusion of the annual meeting.

ARTICLE VII - COMMITTEES

Section 1. Standing Committees

Standing committees will be formed with attention to representation of the geographical distribution of the membership of the Society.

- 1. Conservation Committees Shall be made up of technical advisors in specific areas of concern such as threatened and endangered plants, legislation, publications, and other conservation programs. Such advisors may act as chairmen to small subcommittees as work loads warrant. Technical advisors normally will be professional botanists who can contribute to policy, conservation, and biological issues. They are appointed by the president and approved by the Board of Directors to remain in their positions until resignation, program termination or removal by the Board of Directors.
- 2. Program Committee Shall be chaired by the Vice President of the Society who will nominate three (3)

- active members to serve on the committee for one year on approval of the Board of Directors. Committee members will by chosen to represent a diversity of the membership. The Program Committee will be responsible for the annual meeting.
- 3. Membership The chairperson and two (2) other members shall be appointed each year by the President of the Society. The Membership Committee will be responsible for maintaining a current mailing list of members and for recruiting new members.
- 4. Education, Research, and Inventory Grants Committee - The committee shall be chaired by the *Treasurer of the Society who will nominate three (3)* active members to serve on the committee with annual approval of the Board of Directors. The committee will solicit grant proposals by announcing proposal deadlines and selection criteria in the Society's newsletter. The grant solicitation announcement shall occur so that the Society membership receives the announcement at least 30 days prior to the deadline for submitting grant proposals. The Education, Research, and Inventory Grants Committee will review grant proposals and recommend funding decisions to the Board of Directors for approval. The annual grant solicitation and selection cycle will generally begin in the fall months and proceed with sufficient timeliness to adequately support early spring education, research, and inventory projects.

Section 2. Special Committees

Special committees shall be appointed by the President of the Society as necessary.

ARTICLE VIII - MEETINGS

Section 1. Annual Meeting

The annual meeting of the members of the Society shall be held during the months of June and July on an hour and day to be determined by the Board of Directors.

Section 2. Special Meetings

Special meetings of the total membership may be called at any time by the Board of Directors, or on written request of twenty (20) percent or more of the total membership.

Section 3. Quorum

The presence of ten (10) percent of the membership entitled to vote shall be necessary to constitute a quorum for the transaction of business at any statewide meeting. The ten percent may be met by including the proxy votes, given in writing, to another person present at the meeting. A decision of the majority of the members present at a meeting at which a quorum is present is a valid act of the members.

<u>ARTICLE IX - PARLIAMENTARY AUTHORITY</u>

Unless otherwise provided, Robert's Rules of Order, Rev., shall be the rules of procedure governing the conduct of all meetings.

<u>ARTICLE X - PERSONAL LIABILITY AND</u> INDEMNIFICATION

Section 1. Liability of Members

No member of the Society shall be personally liable to its creditors of for any debt or liability, and any and all creditors shall look only to the assets of the Society for payment.

Section 2. Indemnification

The Society agrees to indemnify and hold the officers and directors of the Society harmless for any liability they may incur while performing duly authorized acts by and on behalf of the Society.

ARTICLE XI - CHAPTER ORGANIZATION

Section 1. Founding Procedure

A group of ten (10) persons, members or nonmembers of the Society, may organize a chapter of the Idaho Native Plant Society upon approval of the Board of Directors. A written request addressed to the state Board for recognition as a chapter shall be mailed to the President to initiate the process. It shall be accompanied by applications for membership and payment of current dues for each non member along with a list of current members who wish to join the chapter.

Section 2. Chapter Name

Such chapters as the Board of Directors may authorize shall be designated, "The _____ Chapter of the Idaho Native Plant Society." When a previously organized club or society desires to become an INPS chapter, it may retain its name, if preferred, and be known officially as "The ____ Cub/Society, a Chapter of the Idaho Native Plant Society."

Section 3. Chapter Officers, Election

Members of each chapter shall elect officers consisting of at least a President, Vice President, Secretary, and Treasurer (or Secretary Treasurer). All election results shall be reported promptly to the President of Idaho Native Plant Society.

Section 4. Chapter Officers, Duties

Duties of the chapter officers shall be those usually associated with the offices.

<u>Section 5. Board Membership of Chapter</u> Officers

The President of each local chapter shall be a member of the Board of Directors of the Idaho Native Plant Society, unless the chapter President chooses to appoint another member as its representative to the Board.

Section 6. Membership Privileges

All members of a local chapter have full membership in the Idaho Native Plant Society and are entitled to all the privileges pertaining thereto.

Section 7. Chapter By-Laws

Local chapters are authorized to adopt their own bylaws, not inconsistent with those of the Society.

Section 8. Chapter Programs

Each chapter is encouraged to have its own programs and educational activities.

Section 9. Chapter Reports

Publications, reports of meetings, chapter news, upcoming events and other items for publication should be sent to the Editor of the newsletter of the Society according to the publication deadlines established by the editor.

Section 10. Chapter Independence

No chapter, or any officer or member thereof, except with approval of the Board of Directors, shall have power to act for the Idaho Native Plant Society in any official manner, financially or otherwise. Local chapters shall hold harmless the Idaho Native Plant Society from any liability in connection with activities or functions of the chapters.

Section 11. Chapter Meetings

Meetings of the members of local chapters shall be held not less than four times annually, the dates, time, and place to be decided by the local officers.

Section 12. Dues

Each chapter treasurer or secretary-treasurer may collect the annual dues from each member and shall remit in full promptly to the INPS Treasurer together with annual membership renewals. Dues may also by collected by the INPS Treasurer.

ARTICLE XII - AMENDMENTS

Section 1. By-Laws

These by-laws may be amended, altered, repealed, or new by-laws adopted at any regular meeting or special meeting of the membership called specifically for the purpose, provided that a quorum as specified in these by-laws be present. Amendments, if approved by the Board of Directors, may be made by mail ballot, by a two-thirds vote of those voting, provided the proposed amendment(s) have been printed in the newsletter and that the ballots not be counted until one month after publication and ballot mailing.

Bontaneers

It's that time of year again to renew your INPS membership! If you have not already done so, please send this <u>form</u> along with your check to the address below.

INPS Annual Dues/Membership Form

()	Category	2008	Annual Dues		
\Rightarrow	Patron		\$35		
\Rightarrow	Individual		\$15		
\Rightarrow	Household*		\$20		
\Rightarrow	Student		\$8		
\Rightarrow	Senior Citizen	ı	\$8		
Ado	ditional donation	on:			
* Household memberships are allocated two votes					
Name:					
Organization:					
Street Address:					
Cit	y/State:			Zip:	
Phone (optional):					
Em	ail:	_			

Chapter affiliation? (check one)

- ⇒ Calypso (Coeur d'Alene; please include \$6 newsletter dues)
- ⇒ Kinnikinnick (Sandpoint; please include \$10 for Kinnikinnick Journal)
- ⇒ Loasa (Twin Falls)
- ⇒ Pahove (Boise)
- Sah-Wah-Be (SE Idaho)
- ⇒ White Pine (Moscow)
- ⇒ Wood River (Ketchum-Sun Valley; please include \$7 chapter dues)
- ⇒ None

Send dues to: INPS Treasurer, PO Box 9451, Boise ID 83707

This form can be folded, taped up and mailed, but please make sure that your check is secure.

If in doubt use an envelope.

F	Fold Here First	
Idaho Native Plant Society		First Class
PO Box 9451		Postage
Boise, ID 83707		
	INPS Treasurer	
	PO Box 9451	
	Boise, ID 83707	
	Fold Here Second	
	Told Hele Second	
	Do Not Staple	
Tape Here		Tape Here

Announcement for 2008 Education, Research, and Inventory Grant proposals

The Idaho Native Plant Society (INPS) is soliciting proposals for its Education, Research, and Inventory Grant (ERIG) program. Grants of up to \$1,000 will be awarded in 2008 to support projects that contribute to the appreciation, conservation, or knowledge of Idaho's native flora or vegetation. The purpose of the ERIG program is to stimulate and lend support to educational, research, and conservation activities that promote an appreciation for native plants and plant communities in Idaho. The ERIG committee encourages you to submit a proposal if you have a project that may qualify. The deadline for submitting proposals is April 15, 2008.

<u>Grant guidelines</u> – The ERIG program is intended to support direct project costs. Grant proposals should not include expenses for salary and personal benefits, the purchase of personal equipment, or other expenses not essential to the project. Here are some examples of costs the grant may cover:

- Direct costs of travel, meals, and lodging for the project.
- Supply and service expenses used for the sole purpose of the project (e.g., film, photocopying, phone, lab materials).
- Printing costs for public outreach material or research publications.

<u>Application procedure and requirements</u> – Proposals should contain the following information:

- Project title.
- Contact information name, address, phone number, organization/affiliation, and email (if available).
- Project description outline the project objectives, methods, and final product. Explain how the project will benefit the appreciation, conservation, or knowledge of Idaho's native flora or vegetation. Describe how project success will be evaluated.
- Itemized budget outline an overall project budget, including the amount you are requesting (up to \$1,000), as well as other funding sources.
- Time line please provide a time line for completion of all major tasks associated with the project, including presentation of the results.

Project proposals must pertain to native plants of Idaho. Please limit grant requests to \$1,000 or less. Successful applicants will be required to submit a final report to the INPS documenting project accomplishments and a summary of the project to be published in the INPS newsletter, *Sage Notes*. We encourage applicants to become an INPS member if they are not already, however, membership is not a prerequisite to apply for or receive an ERIG.

Please submit proposals by email to Michael Mancuso at <u>mmancuso at cableone.net</u> or by post to: Idaho Native Plant Society, ERIG Committee Chair, P.O. Box 9451, Boise, ID 83707.

INPS News

Idaho Native Plant Society December 8, 2007 Board Meeting Meeting Minutes

Announcements

The Idaho Rare Plant Conference (RPC) will not be held in 2008. Agreement has been reached with Pahove chapter to hold the RPC in 2009 and then on a two-year schedule.

The annual meeting will be held June 20 through 22, 2008 at Sam Owen Campground on Lake Pend Oreille. Individual campsites must be reserved. Contact Phil Hough for more information (nowhere_man97 at hotmail.com).

Officer Report

The treasurer reported a financial position of \$11,697.89 as of December 3, 2007. There will be no increase in dues, which will remain at last year's level. The dues reminder letter sent out this summer was successful in bringing in a number of late dues. The proposed budget for 2008 was presented for review and adjustment. Board approval of the budget was addressed in New Business.

Committee Reports

Membership Committee: The committee participated in the revision of bylaws. They are focused on helping chapters build membership. They are working on ideas for creating additional membership categories. The committee will submit a draft of the new member postcard to the treasurer for review.

Nominating Committee: The committee is still searching for candidates for two officer positions as well as the Member-at-Large position.

IRPC Planning Committee: Future Rare Plant Conferences will be held on a biannual basis, with no conference to be held in 2008. The every other year

option presents an opportunity for more local community involvement. Pahove Chapter is considering holding plant identification workshops in the off years.

Native Plant Appreciation Week: April 27 to May 3, 2008. Request has been sent once again to the governor's office for a proclamation. Chapters were asked to develop an interest in their community about native plants.

Unfinished Business

Tabled matter of INPS calendar until February board meeting.

New Business

Sage Notes: There was discussion of the need for receiving information for publication in Sage Notes in a timelier manner from chapters as well as writers. The editor requested a committee be formed to assist with selection of materials and articles. MOTION was made and adopted to renew the Sage Notes editor contract. Printing process and mailing will continue the same.

MOTION was made and adopted to accept the revised version of the proposed budget for 2008.

Bylaws Committee: Congratulations was voiced for the bylaws revision and clarification work. The board suggested a few additional changes. The final proposed version will be sent to the board and then will appear in the February issue of Sage Notes.

Reminder:

2008 INPS Annual Meeting June 20-22 at Sam Owen Campground, just outside of Hope, Idaho.

Mark your calendars! Check out the next issue (May) for more info.



By Kent Fothergill

Chapter News

Calypso Chapter

Calypso Chapter does not meet during the winter months. The next meeting will be March 5, 2008, in the break room of the Life Care Center. We want to welcome Nancy O'Keeffe who is new Chapter secretary. Many thanks to outgoing secretary, Phil Hruskocy, who served for a number of years.

Kinnikinnick Chapter

PREVIOUS EVENTS

November Program: "Signs, Trails, Trials and Tales: Adventures with the Landscape Committee," our last public program for 2007 was a true adventure. Beautifully prepared by Eileen Atkisson and our Landscape Committee, and charmingly presented by committee member Don Childress, we received a wonderful overview of the accomplishments of this dedicated group. It was inspiring to see before and after views and to learn the tips that brought the best results. Many of us will be applying these strategies in our own landscapes this spring!

by our own Chapter's past President, Phil Hough. Phil will update us on the accomplishments and plans of the "Bonner County Aquatic Invasive Species Task Force." He will discuss the current grant request and elucidate the questions and concerns that arise from the county's approach to treating the significant, long-term milfoil problem in Lake Pend Oreille. We will also have an update on the Bonner County Title 12 Land Use Regulation as they relate to the mission of the Native Plant Society.

Where: Sandpoint Community Hall (Log Building) First Avenue across from the County Courthouse

When: 9:45 a.m.

Loasa Chapter

PREVIOUS EVENTS

If the first program of the 2008 season is an indication of what's to come, we should have a very interesting year. Dylan Levy-Boyd's program entitled "Enter the Mushrooms" was attentiongrabbing. With a brief tour of the world of fungi, Dylan capped his power point presentation with photos and commentary on mushrooms around Twin Falls and the hills to the south. This was an excellent program about a seldom explored subject.





Before and after construction and planting of a parking lot. Photos part of Kinnikinnick Chapter's November 2007 program.

PROGRAM SCHEDULE

February 23: February Program sponsored by Native Plant Society and Sandpoint Parks and Recreation. The February Program will be presented

PROGRAM SCHEDULE

The Loasa Chapter holds meetings the third Thursday of each month. Meetings are in room 276 of the

Taylor Building at the College of Southern Idaho. Meetings start at 7:00 p.m.

A tentative schedule of Loasa's February through June 2008 programs and activities follows:

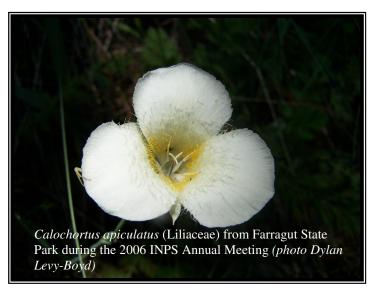
February 21: A round table discussion by the membership on trials and tribulations of growing and maintaining native plants.

March 20: Restoration of the Murphy Complex fires April 17: Native shrubs and trees of the area May 15: Plants of the Brown's Bench region June (TBA): Field trip to Brown's Bench region

OTHER ACTIVITIES

April 26: EARTH DAY IDAHO - Loasa will table and volunteer at the Earth Day Idaho celebration in Twin Falls http://www.earthday-idaho.org/.

All INPS members and the public are welcome to attend Loasa's events. If interested or for further details contact Kelvin Jones at (208) 886-7051.



Pahove Chapter

UPCOMING EVENTS!

Start the New Year off right!

Pahove Chapter has some amazing speakers lined up for the 2008 season and lots of exciting activities scheduled for the spring - so mark you calendars and join us for the fun. We look forward to seeing you! Volunteers are always welcome as well so if you'd

like to help out with our upcoming events please contact Karen Colson at trilliumke at msn.com.

Please visit the state website for details on our upcoming events and activities: http://www.idahonativeplants.org/

PROGRAM SCHEDULE

January 17: The Treeless Tundra of Northern Canada: My Favorite Landscape.

In the summer of 1987 Carol Wiens and her husband Del took their first lengthy canoe trip in the Canadian Northwest Territories. After four return trips Carol remains enchanted by the treeless tundra. Come share Carol's love of the tundra as she shows photos and talks about the exquisite landscapes, seascapes, and plant life she encountered during her travels!

Where: MK NATURE CENTER AUDITORIUM, IDAHO FISH AND GAME 600 South Walnut Avenue (Behind Fish and Game Headquarters)

When: 7:00 P.M., OPEN BOARD MEETING AT 5:30

February 21: TBA

March 20: Plant Identification Night!

Come join us at the Boise State University Herbarium with our local plant identification expert, Jim Smith, where we'll learn how to identify some of your favorite native plants. Details TBA.

April 17: Native Plants and Native Plant Gardening (tentative).

Steve Love from the University of Idaho will be traveling to Boise to give us an informative presentation on native plants.

May: Foothills Wildflower Walks

The very popular annual spring wildflower walks are returning this May as part of National Celebrating Wildflowers month. Walks are open to the public and admission is free. Details TBA.

OTHER ACTIVITIES

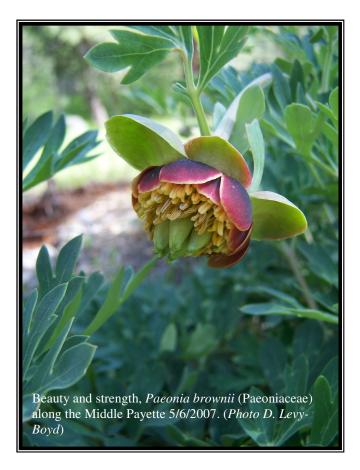
March 28-30: Boise Flower and Garden Show at Boise Centre on the Grove.

Pahove Chapter will host a booth at the 12th annual Spring Flower and Garden Show. **Volunteers are**

needed to help with the booth! Please contact Chris Colson if you are interested (cgcols at msn.com).

April 17: The Pahove Annual Earth Day Plant Sale

One of our most popular events, our annual native plant sale is a gardener's delight. Details TBA. Volunteers are needed so please contact Ann DeBolt if you are interested in helping (<u>rosebolt at clearwire.net</u>).



May 17-18: Idaho Green Expo at Boise Centre on the Grove.

The Pahove Chapter is hosting a booth this year at the first annual Idaho Green Expo, which is a free, two day event that will showcase environmentally friendly products and services and provide information that will help people to lead healthier and more sustainable lives. The Expo will feature over 150 exhibitors and more than 60 workshops and seminars on a variety of green-living topics. Attractions will also include music, speakers, art, food, demonstrations and activities for children.

Pahove Chapter will host a native plants and native gardening exhibit. Volunteers are needed to help with the booth! Please contact Chris Colson if you are interested (cgcols at msn.com).

Volunteer Needed! The Pahove Chapter would like to develop a local chapter website and we are seeking a volunteer to help with website development and maintenance. Please contact Karen Colson at trilliumkc at msn.com if you are interested.

Pahove Chapter hosts monthly presentations from September through April on 3rd Thursdays of each month.

Newcomers are always welcome. We look forward to seeing all of you at our many exciting upcoming events!

Sah-Wah-Be Chapter

PREVIOUS EVENTS

It looked like a huge Thanksgiving feast, but it was actually the potluck dinner of Sah-Wah-Be chapter's INPS Christmas get-together. Turkey, ham, salads, vegetable dishes, finger-foods, breads, and wonderful desserts crowded the serving counters at the Karl and Ardys Holte residence. The 50 attendees who had braved the cold and snow laughed, ate, chatted, got better acquainted with one another, paid their membership dues for 2008, and generally had a wonderful time together. At this annual event no business is conducted. It is simply an opportunity to get together with folks who enjoy learning about and appreciating our wonderful native (and introduced) Idaho flora and their habitats. Thanks to all who helped before, during, and afterwards!

PROGRAM SCHEDULE

February 4: Our next first-Monday-of-the month meeting will feature Robert Pittman, local botanist and tree specialist, who will discuss landscaping our yards and gardens with native trees, shrubs, and plants. Robert is employed by Town and Country Gardens in Pocatello and thus is aware of availability of native plants there and what will flourish in our area. Join us in the Idaho Museum of Natural History (IMNH) classroom on the ISU campus for this informative meeting, 7:00 pm.

March 3: This month's meeting will be the annual showing of members' photos and memories from past years' trips. All forms of media will be available in the IMNH classroom for anyone who wishes to use them. Informal as the presentations may be, they are always enjoyable and all are encouraged to participate! Contact Barbara Nicholls if you have questions.

April 7: Our Sah-Wah-Be chapter annual planning and election meeting will be at The Mandarin House,

675 Yellowstone Ave., Pocatello, and will commence at 6:00 pm for those who wish to order dinner, and 7:00 pm for the meeting. A nominating committee chaired by Cathy Frischmann is currently seeking nominees for the elective offices. Please contact her to volunteer or to offer suggestions. By-Law updates and chapter policy clarifications will be discussed. An important part of the meeting will be members' suggestions for and planning of field trip dates and locations for 2008. Contact President Janet Bala for more information.



White Pine Chapter

Questions regarding White Pine happenings can be directed to Janet Campbell, <u>jnacampbell at roadrunner.com</u>, (208) 882-6409.

PROGRAM SCHEDULE

February 27: Chapter Presentation, joint program with the Palouse Prairie Foundation.

Title: "Trifles Will Not Stop Me" a program about David Douglas

Gary will present a living history demonstration about the early explorer/botanist David Douglas, the man responsible for dozens of discoveries and descriptions of our native northwest trees, shrubs, and plants, and his travels throughout the Northwest from 1824 to 1827. He will bring materials for plant identification, as well as a reproduction plant press from Douglas's era.

Presenter: Gary Lentz, historian and park ranger at Lewis & Clark Trail State Park near Waitsburg, WA.

Where: 1912 Center, 3rd

Street, Moscow (opposite

High School) *When:* 7:00 pm



March 20: Title: Palouse Prairie Restoration and Seed Increase Efforts: Lessons learned by Wayne and Jacie Jensen. Jacie will present on the lessons that she and her husband, Wayne, have learned about the Palouse Prairie ecosystem. Since 2004, using their own land atop Paradise Ridge as a seed collection site, and with assistance from university researchers and conservation organizations, they have investigated ecologically-sensitive methods to manage invasive plants. In addition, recognizing that long-term restoration, expansion and management of this ecosystem requires the availability of ecoregional seeds of the native wildflowers, they have developed seed increase plots from collections off their land which have been expanded into certifiedseed fields. The certified seed, and the seedlings produced from them, are just becoming available for local plantings.

Where: University of Idaho College of Natural

Resources Room 108 *When:* 7:00 p.m.

Wood River Chapter

Future Activities TBD: Contact chapter president Tess O'Sullivan for updates

Conservation Seeding & Restoration, Inc.



Discover water conservation the native way with CSR. From small residential native landscapes to large wildland restorations, look to us for design, construction, native seed collection, plant propagation, stream channel restoration, and stewardship.

506 Center Street West Kimberly, ID 83341 (208) 423-4835 www.csr-inc.com Idaho Native Plant Society P.O. Box 9451 Boise, ID 83707

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Non Profit Organization U.S. Postage Paid Boise, ID Permit No. 688

Sage Notes is published four times a year in February, May, September, and December by the Idaho Native Plant Society, incorporated since 1977, under the laws of the State of Idaho. Editor, Dylan Levy-Boyd. Newsletter ads: personal ads \$2; commercial ads \$5 for 1/8 page, \$8 for 1/4 page, \$15 for 1/2 page, and \$25 for full page. Ads should be sent with payment. Submissions: members and others are invited to submit material for publication. Articles in any form, even hand-written, are welcome, as is art work. Please provide a phone number in case there are questions. Material will not be returned. Send submissions directly to the editor, Dylan Levy-Boyd, 506 Center St. West, Kimberly, ID 83341, or <dylan@csr-inc.com>. Submission deadlines are January 8, April 1, August 1, and November 1.

Officers: President, Janet Benoit; Vice President, Eric Wilson; Secretary, Lois Rohay; Treasurer, Jody Hull. Calypso Chapter, P.O. Box 331, Careywood, ID 83809. President, Bob Lee; Vice President, Roland Craft; Secretary, Nancy O'Keeffe; Treasurer, Janet Benoit; Newsletter, Phil Hruskocy. Kinnikinnick Chapter, 206 N. 4th Ave., PMB 162, Sandpoint, ID 83864. President, Carol Jenkins; Vice President, Jim Stern; Secretary, Konrad Dahlstrom; Treasurer, Ken Haag; Conservation, Carol Jenkins; Programs, Don Childress; Newsletter, Adrienne Lilly; Field Trips, Molly O' Reilly; Education, Nancy Fontaine. Loasa Chapter, 340 E 520 N, Shoshone, ID 83352. President, Kelvin Jones; Vice President, LaMar Orton; Secretary, Lois Rohay; Treasurer, Steve Paulsen. Pahove Chapter, PO Box 9451, Boise, ID 83707. President, Karen Colson; Vice President, Linda Mazzu; Secretary, Gillian Crymes; Treasurer, Jody Hull; Conservation, Chris Colson. Sah-Wah-Be Chapter, 146 South 17th Avenue, Pocatello, ID 83201. President, Janet Bala; Vice President, Mel & Barb Nicholls; Secretary, Linda Johnson; Treasurer, Catalina Steckbauer. White Pine Chapter, PO Box 8481, Moscow, ID 83843. President, Janet Campbell & Nancy Miller; Vice President, David Pierce; Secretary, OPEN; Treasurer, Nancy Sprague; Conservation, Juanita Lichthardt. Wood River Chapter, PO Box 3093, Hailey, ID 83333. President, Tess O'Sullivan; Vice President, Carol Blackburn; Secretary, VACANT; Treasurer, VACANT.

The Idaho Native Plant Society (INPS) is dedicated to promoting interest in native plants and plant communities and to collecting and sharing information on all phases of the botany of native plants in Idaho, including educating the public to the values of the native flora and its habitats. In keeping with our mission, it is the intent of the INPS to educate its membership and the public about current conservation issues that affect Idaho's native flora and habitats. **Membership** is open to anyone interested in our native flora. Send dues to Jody Hull, INPS Treasurer, Box 9451, Boise, ID 83707. Website address: IdahoNativePlants.org.

Category	2008 Annual Dues	
Patron	\$35	
Individual	\$15	
Household *	\$20	
Student	\$8	
Senior Citizen	\$8	
Name		
Address		
City/State		
Zip Tele	ohone	
E mail	·	
Kinnikinnick (Sar	heck one) 'Alene; please include \$6 newsletter dues) hdpoint; please include \$10 for Kinnikinnick Journa Sah-Wah-Be (SE Idaho) Loasa (Twin Falls)	al)
Wood River (Keto None. Those who can put you in touch	chum-Sun Valley; please include \$7 chapter dues) od not live near a chapter are encouraged to join. with other members in your area, and can coordin level activities you may wish to be involved in.	

^{*} Household memberships are allocated two votes