

**BY-LAWS  
OF  
THE IDAHO FFA FOUNDATION, INC**

Revised 5/22/02

---

---

**ARTICLE I – MISSION STATEMENT**

It shall be the mission of the Idaho FFA Foundation to promote the FFA in Idaho and to provide strategic financial resources for Idaho FFA programs and activities that benefit agricultural education students and help them develop their potential for premier leadership, personal growth and career success.

**ARTICLE II – MEMBERSHIP**

The membership of this Corporation is unlimited and there shall be no special qualifications for membership except for an annual contribution to the Foundation in such minimum amount as the Board from time to time may determine. There shall be (10) levels of membership:

- 1) **Contributing Investor:** Individuals, organizations and businesses contributing up to \$100 to the Idaho FFA Foundation.
- 2) **Bronze Investor:** Individuals, organizations and businesses contributing \$100-\$249 to the Idaho FFA Foundation.
- 3) **Silver Investor:** Individuals, organizations and businesses contributing \$250-\$499 to the Idaho FFA Foundation.
- 4) **Gold Investor:** Individuals, organizations and businesses contributing \$500-\$999 to the Idaho FFA Foundation.
- 5) **Diamond Investor:** Individuals, organizations and businesses contributing \$1,000-\$4,999 to the Idaho FFA Foundation.
- 6) **One Star Investor:** Individuals, organizations and businesses contributing \$5,000-\$9,999 to the Idaho FFA Foundation.
- 7) **Two Star Investor:** Individuals, organizations and businesses contributing \$10,000 - \$14,000 to the Idaho FFA Foundation.
- 8) **Three Star Investor:** Individuals, organizations and businesses contributing \$15,000 - \$19,000 to the Idaho FFA Foundation.
- 9) **Four Star Investor:** Individuals, organizations and businesses contributing \$20,000 - \$24,999 to the Idaho FFA Foundation.
- 10) **Five Star Investor:** Individuals, organizations and businesses contributing \$25,000 to the Idaho FFA Foundation.

Membership shall continue for each fiscal year for which such a contribution is made.

## **ARTICLE III – MEETINGS**

Section 1: One meeting of the Board of Trustees will be held annually. Additional meetings can be scheduled as determined by the Board or Executive Committee.

Section 2: Special meetings of the Board of Trustees shall be held at the call of the Chair or upon written request of four (4) members of the Board of Trustees.

Section 3: Notice of Foundation Board of Trustee meetings shall be given by mail not less than ten (10) days and within fifty (50) days prior to any meeting.

Section 4: Where the By-Laws do not conflict, Roberts's Rules of Order, Revised, shall govern the procedure for conduct of meetings.

## **ARTICLE IV – BOARD OF TRUSTEES**

Section 1: The direction and management of the affairs and business of the Corporation, including the control and disposition of its property and funds, shall be vested in a Board of Trustees consisting of a minimum of twenty two (22) members as listed below:

- A. State FFA Advisor (1)
- B. State FFA Coordinator (1)
- C. IVATA District Directors (9)
- D. Business and/or Industry Representatives (minimum of 9)
- E. State FFA President (1)
- F. University of Idaho Dept. of Ag & Extension Education (1)
- G. IFFAF Executive Director – ex officio

Section 2: The term of office will be three (3) years, except for those in specifically designated positions.

Section 3: The Board of Trustees shall possess and exercise all the powers and authority of the Foundation, and all such powers and authority as shall be necessary to complete execution of the mission of the Foundation, except as limited by the Articles of Incorporation, these By-Laws, or State statute.

Section 4: No Business shall be carried out by the Board of Trustees as a body, unless a quorum of fifty-one (51) percent of the members thereof are present.

Section 5: Duties of IFFAF Trustees:

- A. Provide an annual investment to the IFFAF. This contribution can be made by the individual and/or the company the member represents.

- B. Recruit investors to the IFFAF.
- C. Annually provide an updated mailing list for use in fundraising.
- D. Correspond with FFA chapters in their district related to IFFAF activities
- E. Place as priority attendance at IFFAF meetings and handling IFFAF correspondence.

## **ARTILE V – OFFICERS**

The officers of the Foundation shall be a Chair, a Vice-Chair and a Secretary-Treasurer. The Chair shall be the State FFA Advisor. The Vice-Chair shall be elected by the Board of Trustees from within the members. The Secretary-Treasurer shall be the Executive Director of the Foundation (and will be appointed by the Board of Trustees at the annual meeting).

## **ARTICLE VII – EXECUTIVE COMMITTEE**

Section 1: There shall be an Executive Committee to consist of the following:

- A. State FFA Advisor
- B. Vice-Chair of the Board of Trustees
- C. Six (6) Trustees-at-large, three (3) of which must be IVATA District Directors
- D. Executive Director of IFFAF – ex officio

Section 2: During intervals between meetings of the Board of Trustees, the Executive Committee shall exercise all powers conferred on it by the Board of Trustees in the management and direction of the business and conduct of the affairs of the Foundation.

Section 3: It shall keep a record of its proceedings and report the same to the Board of Trustees at the next succeeding meeting.

Section 4: Action by the Executive Committee shall be by and with the consent of a two-thirds majority of the Executive Committee members.

## **ARTICLE VIII – THE EXECUTIVE DIRECTOR OF THE FOUNDATION**

Section I: The Executive Director shall prepare, under the direction of the Executive Committee, and agenda of business and record and maintain accurate minutes of all meetings of the Foundation and shall discharge such duties as assigned by the Board of Trustees.

Section 2: The Executive Director shall have the care and custody of all funds and property of the Foundation and shall deposit funds and documents in such bank, banks, trust company or depositories as the Board of Trustees or the Executive Committee shall designate. The Executive Director of the Foundation shall, under the direction of the Executive Committee or Board of Trustees, disburse all money by check.

Section 3: The Executive Director of the Foundation shall give the Corporation a bond in the amount stipulated by the Board of Trustees, for faithful performance of all duties of the office and for delivery, upon demand by such Board of Trustees, of all books, papers, vouchers, money, and other property of whatever kind belonging to the Corporation.

Section 4: The Executive Director of the Foundation shall be given a job description, reviewed annually by the Board of Trustees.

#### **ARTICLE IX – THE FISCAL YEAR**

The fiscal year of the Foundation shall commence on the first day of July in each year and shall end on the last day of June of the succeeding year.

#### **ARTICLE X – INVESTMENTS**

Any investment may be referred to the Board of Trustees for review.

#### **ARTICLE XI – AMENDMENTS**

These By-Laws may be amended at any meeting of the Board of Trustees by an affirmative vote of a majority of all members of the Board of Trustees, provided that at least thirty (30) days notice has been given to all members of the Board of Trustees of the character of the proposed amendment, or amendments, to be voted upon.