Serve Idaho Bylaws

ARTICLE I: NAME

1.01 The name of the organization shall be SERVE IDAHO, "The Governor's Commission on Service and Volunteerism" ("the Commission").

ARTICLE II: PURPOSE

2.01 Serve Idaho shall advise and assist in the development and implementation of a comprehensive statewide plan for promoting volunteer involvement and citizen participation in Idaho.

2.02 Serve Idaho shall serve as the state's liaison to national and community organizations that support the intent of the Edward M. Kennedy Serve America Act of 2009, as amended ("the Act").

2.03 These Bylaws establish the administrative and governance procedures of the Commission. But if a Bylaw or Bylaws conflicts with the Governor's Executive Order No. 2023-05 ("Executive Order"), applicable federal requirements, or applicable Idaho law, the latter shall be the controlling authority.

ARTICLE III: MEMBERSHIP

Section I: Voting Members

3.01 The Serve Idaho Commission shall be composed of no fewer than fifteen (15) and no more than twenty-five (25) voting members.

Section 2: Appointment and Service

3.02 All voting and non-voting ex-officio members of the Commission shall be appointed by the Governor and shall serve at the pleasure of the Governor.

3.03 Vacancies among voting members shall be filled by the Governor. A member appointed to fill a vacancy shall serve for the remainder of the vacancy's unexpired term.

3.04 A member shall not vote on an issue affecting an organization for which the member has served as a staff person or volunteer at any time during the preceding twelve (12) months.

ARTICLE IV: TERMS OF MEMBERSHIP

4.01 Voting members shall serve for a term of three (3) years.

4.02 Appointments shall be staggered, so that to the extent practicable, approximately one-third of the Commission members are appointed or reappointed each year.

ARTICLE V: TERM LIMITS

5.01 A Commission member may serve no more than three (3) consecutive full terms, except that a member serving on the Executive Committee may serve four (4) consecutive full terms.

5.02 A former Commissioner may reapply for appointment to serve after leaving the Commission for a minimum of one (1) year.

5.03 If a new Commissioner is appointed to fill the remainder of another Commissioner's term, the three-term limitation shall begin following the end of the partial term.

5.04 If a Commissioner is serving on behalf of Serve Idaho on the America's Service Commission (ASC) board of directors, the Commissioner's Serve Idaho appointment may be extended beyond the terms otherwise provided in these Bylaws, subject to the Governor's appointment authority.

ARTICLE VI: DUTIES AND RESPONSIBILITIES

6.01 Commission members shall have the duties and responsibilities listed in the Governor's Executive Order, No. 2023-05.

6.02 The Idaho Department of Labor shall serve as Serve Idaho's fiscal agent.

ARTICLE VII: OFFICERS

Section 1: Officers

7.01 The officers of the Serve Idaho Commission shall be
a. Chair
b. Vice Chair
c. Second Vice Chair; and
d. Secretary

Section 2: Election

7.02 The Commission shall elect a Chair from among the Commission's voting members.

7.03 The Chair shall be elected at the annual meeting for a term of two (2) years.

7.04 The Vice Chair and Second Vice Chair shall be elected at the annual meeting for a term of one (1) years.

7.05 The Secretary shall be elected at the annual meeting for a term of one (1) year.

7.06 The officers shall begin their terms on the first day of the calendar year following their election.

Section 3: Vacancies

7.07 A vacancy of an elected office shall be filled by a majority vote of the Commission. The elected officer shall serve for the remainder of the unexpired term.

ARTICLE VIII: MEETINGS

8.01 The Commission shall meet at least quarterly.

8.02 The annual meeting shall be the last regular meeting of the calendar year.

8.03 The purposes of the annual meeting shall be the election of officers, reports of committees and for any other business that may arise.

Section 1: Attendance

8.04 A voting member's failure to attend at least seventy-five percent (75%) of the Commission meetings in any calendar year may result in the member's removal from the Commission.

8.05 Attendance at any other functions of the Serve Idaho Commission shall not satisfy the required number of meetings attended.

8.06 Attendance by telephone, videoconference, or other telecommunications device ("electronically") shall constitute attendance at the Commission meeting when the member is able to participate in the meeting and hear the proceedings as provided by applicable law and Commission procedures.

8.07 A member's attendance requirement shall be satisfied only by the appointed voting member. A proxy or substitute may not attend, vote, or otherwise act on behalf of an

appointed voting member for purposes of satisfying that member's Commission meeting attendance requirements.

Section 2: Special Meetings

8.08 Special meetings shall be called by Serve Idaho's Program Manager, the Commission Chair, or upon the written request of three (3) Commission members. A written request shall be submitted to the Commission Chair.

8.09 Notice of a special meeting shall be provided to all Commission members a least one (1) week in advance.

ARTICLE IX: QUORUM AND VOTING

Section 1: Quorum

9.01 A quorum shall consist of a simple majority of the Commission's voting members.

9.02 When there are no vacancies and the Commission consists of fifteen (15) voting members, a quorum shall thus consist of eight (8) voting members.

9.03 If vacancies reduce the number of voting members, the number required for a quorum shall be reduced accordingly, consisting of a simple majority of the then-sitting voting members.

Section 2: Participation by Telecommunications

9.04 A voting member participating electronically shall be considered present for purposes of a quorum and voting when the member is able to be heard and participate in the proceedings.

9.05 Voting by a member participating electronically shall be conducted by roll call or another method that clearly identifies the member's vote.

Section 3: Voting; Proxies and Substitutes

9.06 Matters put to a vote shall pass by a simple majority vote of the quorum.

9.07 Only duly-appointed voting members of the Commission may vote on matters before the Commissions.

9.08 Voting members may not appoint a proxy or substitute to attend or vote on their behalf at Commission meetings.

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ARTICLE X: FISCAL YEAR

10.01 The fiscal year of the Serve Idaho Commission shall be July 1 through June 30, unless a different fiscal year is required by federal funding or other applicable funding requirements.

ARTICLE XI: AMENDMENTS OF BYLAWS

11.01 The Commission may adopt and amend Bylaws.

11.02 The Serve Idaho Governance Committee shall review the Bylaws annually and may make recommendations to the Commission for appropriate changes.

11.03 Proposed amendments to these Bylaws shall be submitted in writing to the Chair and the Serve Idaho Program Manager at least two (2) months before the next regular Commission meeting at which the amendment is proposed for consideration.

11.04 Proposed amendments shall be provided in writing to all Commission members at least one (1) month before the regularly-scheduled Commission meeting at which the amendment will be considered.

11.05 Amendments shall be considered and voted upon at the next regularly-scheduled Commission meeting following the required notice period.

11.06 Notwithstanding Bylaw 9.06, the adoption and amendment of Bylaws shall require approval by a two-thirds (2/3) majority of the quorum of voting Commission members.

Serve Idaho Bylaws

ARTICLE XII: PARLIAMENTARY AUTHORITY

12.01 The Serve Idaho Commission shall be governed by Roberts Rules of Order for matters not covered by these Bylaws.

12.02 In the event of a conflict between Robert's Rules of Order and the Executive Order, applicable law, or federal requirements, the latter shall be the controlling authority.

ARTICLE XII: ADMINISTRATIVE STRUCTURE

13.01 Serve Idaho resides within the Idaho Department of Labor, which serves as the Commission's host agency.

13.02 The Commission shall exercise its responsibilities while operating within the administrative structure of the Idaho Department of Labor.

ARTICLE XII: ADOPTION AND EFFECTIVE DATE

14.01 These Bylaws shall become effective upon formal adoption by a vote of the Commission.

14.02 Upon adoption, these Bylaws shall supersede any prior Bylaws.

ADOPTED by the Serve Idaho Commission on:

Chair: Kimber Russell

Date: October 22, 2026