

BY-LAWS
OF
IDAHO COLLECTORS ASSOCIATION, INC

ARTICLE ONE
NAME

1.1 Name. The name of this Association shall be Idaho Collectors Association, Inc. and shall be incorporated as a non-profit corporation under the laws of the State of Idaho without capital stock.

ARTICLE TWO
PURPOSE OF THIS ASSOCIATION

- 2.1 Purpose. The purpose of this Association shall be to:
- 2.1.1 Serve as a collective voice of the members on legislative and regulatory issues which impact the members' delivery of credit and collection services;
 - 2.1.2 Provide educational opportunities and services which further and promote the optimum delivery of credit and collection services and the professional development of Association members;
 - 2.1.3 Prescribe and enforce a code of conduct and ethics;
 - 2.1.4 Facilitate member communications and operations among and between the members, the Association and ACA International: and
 - 2.1.5 Assist members in serving their communities and meeting the challenges created by changing markets through leadership, direction, education and service.

ARTICLE THREE
MEMBERSHIP

- 3.1 Membership Qualifications. Any person, firm or corporation operating from an office located in the State of Idaho who is actively engaged in the collection agency profession &/or credit reporting agency profession, and who subscribes to and practices the Code of Ethics and Rules of Conduct adopted by the members of this Association may become a member upon satisfaction of the following requirements:
- 3.1.1 Full compliance with any requirements prescribed under Idaho Law and registration or licensure with the Idaho Department of Finance and Banking as a collection agency;
 - 3.1.2 Full compliance with all membership requirements of ACA International.
 - 3.1.3 Contingent Membership Requirement. Each member of this Association must also be a current member of ACA International.

Each application for membership will be approved by this Associations Membership Committee. All requirements must be met by each applicant.

3.2 Type. There shall be six classes of membership in Idaho Collectors Association, Inc. which shall be as follows:

3.2.1 Active Members. Any person, firm or partnership residing in the State of Idaho, or any corporation organized and licensed to do business in the State of Idaho, that is also licensed by and bonded to the State of Idaho as a business, and is willing to subscribe to and abide by the By-Laws and Code of Ethics of this Association, or those which may hereafter be adopted by this Association, may become an active member.

3.2.2 Associate members. Collection firms which are in good standing in, and belong to other state associations of collectors, may be accepted as associate members of this Association with privilege of attending meetings, but without vote or other privileges of membership, providing they are approved by the Membership Committee of this Association.

3.2.3 Special Members. (Credit Reporting Agencies) Any person, firm, or corporation engaged in the business of providing consumer and/or commercial credit reports to the credit granting public, but not engaged in the collection of past due accounts, that have reporting activity sufficient to properly identify them as part of the credit reporting industry and who have complied with all Federal, State, County and Municipal statutes and ordinances for regulation of those engaged in the credit reporting business, may be accepted as a Credit Reporting Company member of this Association providing they are approved by the Membership Committee of this Association.

3.2.4 Branch Offices. Membership shall be construed by this Association for all future purposes to mean that the agency itself hold membership and may designate, subject to Association active membership approval, its particular representative, no agency may hold more than one membership in this Association unless it has a bona fide branch office, and then the branch office may apply for membership providing that, initially, the representative of each member be approved by the active membership of this Association.

3.2.5 Plural Membership. If a licensed member maintains more than one office in this state, it may take a membership of each branch office maintained, and in such event, the representative of each branch office holding a membership in this Association shall have all the rights and privileges and be subject to the obligations governing individual members, providing that, initially, the representative of each licensed member be approved by the Active Membership of this Association.

3.2.6 Honorary Membership. The Association may, at its discretion, recognize exceptional service, distinction and loyalty by designation of a retired member as "Honorary." Such person, however, must have previously been an active regular member in good standing of this Association. Acceptance must be by a majority vote of those present at the Annual Meeting of Active Members of this Association. If accepted, the honoree shall enjoy all privileges of membership except that of voting and holding office.

ARTICLE FOUR MEMBERSHIP APPLICATIONS

4.1 Application Requirements. Applications for membership shall be made on a form provided by ACA International. Completed applications shall be submitted to the Chair of the Membership Committee. Each application shall be accompanied by proof of compliance with the Membership requirements as provided in these By-Laws, and by payments of one (1) year's dues and assessments, if any, for the ACA International, and one (1) year's dues and assessments, if any for the Idaho Collectors Association, Inc plus an additional twenty-five dollars (\$25.00) application processing fee. The application processing fee of twenty-five dollars (\$25.00) is non refundable. Membership in this Association shall be on a fiscal year basis and run from January 1 to December 31. Dues shall be payable in advance on the first (1st) day of January in each fiscal year. Dues for all new members for the first year of membership shall be assessed on a pro-rata basis. Memberships that become effective during the first (1st) quarter shall be charges at the rate of 75% of the regular dues; memberships that become effective during the second (2nd) quarter shall be charged at the rate of 50% of the regular dues; memberships that become effective during the third (3rd) quarter shall be charge at the rate of 25% of the regular dues, and memberships that become effective during the last quarter shall pay a full year's dues for the next fiscal year and shall be excused from payment for the lone remaining quarter in which the application is approved.

4.1.2 Applications for membership shall state the true ownership.

4.1.3 The names and addresses of all applicants are to be published to the members of this Association by means of a formal communication at least ten (10) days prior to the Board of Directors voting on the application.

4.2 Application Processing Requirements. Within forty-five (45) days of receipt of an application for Unit membership, this Association will submit the application to the Chief Executive Officer of ACA International.

4.3 Approval of Membership Application. The procedures to be followed by the Membership Committee shall be determined by the board of Directors. A majority vote of the Membership Committee shall determine whether an application is approved or declined.

ARTICLE FIVE TERMINATION OF MEMBERSHIP

5.1 Termination upon Change of Ownership. Upon change of ownership of any member, its membership shall automatically terminate. Membership may be conferred upon the new owner only by application made in conformity with the By-Laws of this Association as set forth in these By-Laws.

5.1.1 In all cases where a membership is a sole proprietorship, a change of ownership shall be deemed to have occurred when the control,

management or assets of the proprietorship shall be vested in one or more persons other than the individual to whom they previously belonged, or by whom they have previously been controlled.

5.1.2 In all cases where a membership is a partnership, a change of ownership shall be deemed to have occurred when the control, management or assets of the partnership shall be vested in one or more persons other than the original partners, or either of them. The acquisition by one partner of the share of ownership previously held by one or more of the original partners shall not be construed, for the purpose of this section, as a change of ownership, except in those cases where the partner who acquires the control, management, or assets of the partnership, was, in fact a silent or inactive member of the partnership which had held membership in this Association.

5.1.3 Transfer or sale of a business from one spouse to the other, shall, for the purpose of this section, be considered as a change of ownership unless that spouse who acquired the business, shall have been a partner in fact, or unless his or her previous association with the business was on management level. Acquisition of a collection business by a spouse through estate administration or inheritance will not, ipso facto, qualify the surviving spouse for membership in this Association, unless the requirements of partnership, or previous management, as set forth above, shall have been met. In the case of a corporation, a change of ownership shall be deemed to have occurred when there is a transfer of more than fifty (50) percent of the shares of the corporation.

5.2 Termination for Cause. Any member may be placed on probation, suspended or expelled for cause, which shall include but not be limited to: violation of any of the By-Laws or Code of Conduct of the Idaho Collectors Association, Inc., the rules, regulations or Code of Ethics of ACA International, or for conduct prejudicial to the best interests of the Idaho Collectors Association, Inc. or ACA International. In the event that a member is subject to probation, suspension or expulsion for any of the foregoing reasons, this Association shall adhere to the procedures set forth in these By-Laws.

Any member, whose dues or assessments or other monetary obligations owed to this Association remain unpaid for sixty (60) or more days, may be placed on probation, suspended or expelled by the Board of Directors of this Association. Any such decision of the Board of Directors shall be final.

5.3 Grievance Process. Probation, suspension or expulsion due to a member's violation of any of the By-Laws or Code of Conduct of the Idaho Collectors Association, Inc, from ACA, International or for conduct prejudicial to the interests of the Idaho Collectors Association, Inc. shall be the responsibility of the Grievance Committee. Prior to making any determination on a matter, a statement of the charges shall be mailed by certified mail to the member at the member's last recorded address at least fifteen (15) days in advance of any

meeting of the Grievance Committee at which the matter shall be considered. This statement shall be accompanied by a notice of the time and place of the Grievance Committee meeting at which a decision on the matter shall be made and of the member's right to present a defense at the time and place mentioned in such notice.

A decision of the Grievance Committee may be appealed, in writing, to the Board of Directors of this Association. Within forty-five (45) days of receipt of any such notice of appeal, the Board of Directors shall meet to determine whether the decision of the Grievance Committee should be sustained or reversed. Prior to making any decision on the matter appealed, a statement of the charges shall be mailed by certified mail to the member at the member's last recorded address at least fifteen (15) days in advance of any meeting of the Board of Directors at which the matter shall be considered. This statement shall be accompanied by a notice of the time and place of the Board of Directors meeting at which a decision on the appeal shall be made and of the member's right to present a defense at the time and place mentioned in such notice.

The Board of Directors may sustain or reverse the decision of the Grievance Committee upon the majority vote of the membership of the Board of Directors of this Association.

5.4 Appeal from the decision of the Board of Directors. A decision of the Board of Directors may be appealed, in writing, to the Board of Directors of this Association. Within forty-five (45) days of receipt of any such notice of appeal, the Board of Directors shall meet to determine whether the decision of the Board of Directors should be sustained or reversed. Any appeal from a decision of the Board of Directors shall be decided upon a majority vote of the Board of Directors of this Association provided that a statement of the charges was mailed by certified mail to the member at the member's last recorded address at least fifteen (15) days before final action is taken thereon. This statement shall be accompanied by a notice of the time and the place of the Board of Directors' meeting at which a decision on the appeal shall be made and of the member's right to present a defense at the time and place mentioned in such notice.

5.5 Confidentiality. All information relating to any action involving a member and which is provided to any member of the Grievance Committee or Board of Directors in their capacity as a representative of this Association shall be kept strictly confidential. Any such member's disclosure of such information to any person not otherwise serving on the same Committee or Board will subject the member to removal from office for cause and sanctions in accordance with these By-Laws.

ARTICLE SIX RE-INSTATEMENT

6.1 Conditions of Reinstatement. Any member sanctioned for non-payment of dues, assessments or monies owed to this Association or for cause may be reinstated by the Board of Directors, provided all dues and assessments and monies owed this Association due at the time the member was expelled, together with all dues, assessments and monies that became due subsequent to the date the member was expelled, up to the date of reinstatement, are paid to this Association.

ARTICLE SEVEN DUES

7.1 Fiscal Year. The fiscal year of this Association shall begin on the first (1st) day of January of each year and end on the thirty-first (31st) day of December of the following year.

7.2 Power to Establish Dues. The annual dues for membership shall be fixed by the Board of Directors, whose decision thereon shall be submitted to the general membership for ratification at the Annual Meeting of the Membership.

7.3 Payment of Dues. Dues shall be payable annually in advance. Any member whose dues remain unpaid for sixty (60) days after the fiscal year begins may be placed on probation, suspended or expelled from this Association by the Board of Directors.

7.4 Dues Non-Refundable. Dues shall not be refundable to any member whose membership is terminated for any reason.

7.5 Power to Establish Assessments. The Board of Directors may, by two thirds (2/3) majority vote of all members of the Board of Directors, recommend special assessments. These recommendations must be approved by a majority of the members present and voting at the annual Meeting of the Membership. If approval is granted, all members shall pay the assessment. Failure to do so shall be cause for expulsion.

ARTICLE EIGHT GOVERNANCE AND ORGANIZATION

8.1 Board of Directors. The affairs of this Association shall be governed by a Board of Directors, which shall consist of the President, who shall serve as Chair, Vice President, Secretary/Treasurer, the Immediate Past President, one to two Directors At Large, and the ACA, International Delegate. If the offices of Secretary and Treasurer are not

combined and held by one person, then no additional Director At Large shall be selected to the Board of Directors.

8.2 Annual Meeting of the Board of Directors. The Board of Directors shall meet at least once each year prior to the annual Meeting of the Membership. It may hold additional meetings at the call of the President or at the call of a majority of the Board Members, should the President fail to act.

8.3 Meetings of the Board of Directors. Written notice of Board Meetings shall be by means of a formal communication to each Board member at least fifteen (15) days in advance of each meeting. Directors shall have the power to appoint a member of this Association as their proxy, provided said appointment is in writing. A quorum must be present for the Board of Directors to conduct Association business. A majority of the members of the Board shall constitute a quorum.

The Board of Directors shall be permitted to conduct by means of a formal communication, any and all business that shall arise between scheduled meetings, and to vote by means of a formal communication on such matters as are presented to it for a vote. In such cases, the majority vote of all Directors on record at such time shall be required to approve such measure. A period of thirty (30) days shall be afforded each Director to return his or her vote to the Secretary. The action of the Board between Annual Meetings of this Association shall be final and binding unless and until modified by the general membership at the Annual Meeting of the Membership.

8.4 Responsibilities of the Board of Directors. The Board of Directors shall be responsible to:

- 8.4.1 Establish the policies of this Association;
- 8.4.2 Fix the amount of bond required of the Treasurer, if any;
- 8.4.3 Fix the compensation, if any, of the Association officers;
- 8.4.4 Hear appeals from membership applicants whose applications for membership are declined by the Membership Committee;
- 8.4.5 Hear and determine appeals from grievance decisions made by the Grievance Committee;
- 8.4.6 Suspend or expel any member for due cause;
- 8.4.7 Remove any officer or committee member for cause;
- 8.4.8 Fill any officer or director vacancies, should these occur between annual Meetings of this Association, by a majority vote of the Directors; and
- 8.4.9 Conduct such other business that shall be necessary and proper.

8.5 Indemnification. Every Director, Officer or employee of this Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him or her in connection with any proceeding to which he or she may be made a party, or in which he or

she may become involved, by reason of his or her being or having been a Director, Officer, or employee of this Association at the time such expenses are incurred, except in such instances wherein the Director, Officer, or employee is adjudged guilty of willful misfeasance or malfeasance in the performance of his or her duties; provided that in the event of a settlement the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of this Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director, Officer or employee may be entitled.

8.6 Insurance. This Association shall maintain a policy of Director and Officer Liability and Corporate Reimbursement Insurance sufficient to insure this Association for reasonable risks associated with the exposure.

This Association shall maintain a policy of general business liability insurance sufficient to insure this Association for reasonable risks associated with its operation.

ARTICLE NINE OFFICERS

9.1 Description. The Officers of this Association shall be President, Vice President, Secretary/Treasurer, and one to two Directors at large. The Officers will advise and aid the Membership on all matters concerning the interest and management of the business of this Association.

9.2 Duties of Officers.

9.2.1 President. The President shall preside at meetings, special conferences and at all meetings of the Board of Directors, shall exercise general supervision of activities of this Association, sign all official documents, appoint all committees and chairman, not otherwise provided for and generally supervise the affairs of this Association.

9.2.2 Vice-President. The Vice-President shall assume all the duties of the President in the absence of the President and shall accept such special tasks as are assigned by the President.

9.2.3 Directors The one to two Directors at large shall assume all the duties of the President in the absence of the President and the Vice-President, and accept such special tasks as are assigned by the President.

9.2.4 Secretary/Treasurer. The Secretary/Treasurer shall have charge of the records and correspondence of this Association and perform the following duties as required:

9.2.4.1 Sign all orders for payment of money for the expenses of this Association;

9.2.4.2 Keep the records of the proceedings of the meetings of this Association and the Board of Directors;

- 9.2.4.3 Affix the corporate seal to all documents so required;
- 9.2.4.4 Keep the membership records showing the names and addresses of each member together with the name of each Membership Designee;
- 9.2.4.5 Keep the records of all other matters of this Association and comply with all requirements otherwise imposed upon the Unit pursuant to the ACA International By-Laws and Standard Operating Procedures;
- 9.2.4.6 Comply with all notice requirements as provided for in these By-Laws;
- 9.2.4.7 Send copies of the Minutes of all Board Meetings to each Member of the Board;
- 9.2.4.8 Distribute the Unit Membership Certificates upon payment of dues;
- 9.2.4.9 Prepare a list of all members and their Membership Designee, at the end of the first quarter of each fiscal year;
- 9.2.4.10 Have custody of and be responsible for all funds and securities of this Association and deposit all such funds of this Association in accordance with the resolution of the Board of Directors;
- 9.2.4.11 Have charge and control of all disbursements of funds, record and account for all receipts and disbursements and make a report of same once each year to the Board of Directors at the Annual Meeting of the Board of Directors and to the general membership at the Annual Meeting of the Membership;
- 9.2.4.12 Set up and keep the books of this Association in such a manner that the books will show at all times the amount of money collected, the purpose for which same was collected, amount of money disbursed, the purpose for which same was disbursed and the balance in the Treasury;
- 9.2.4.13 Prepare the non-profit tax return for this Association and file the return with the Internal Revenue Service; and
- 9.2.4.14 is responsible for the billing and collection of each member's dues and assessments and other monetary obligations owed to this Association and ACA International.

ARTICLE TEN ELECTIONS

10.1 Nominations of Unit Officers. The President, Vice-President, one to two Directors and Secretary/Treasurer of this Association shall be selected by the Nominating Committee, acting as a Committee of the Whole, and shall nominate the officers prior to the Annual Meeting of the Membership. Nominations from the Nominating Committee must be submitted to the members by means of a formal communication thirty (30) days prior to the date of the

Annual Meeting of the Membership. Nominations may also be made from the floor during the Annual Meeting of the Membership.

10.2 Nominations of ACA International Delegate. The ACA International Delegate shall be selected by the Nominating Committee, acting as a Committee of the Whole, and shall nominate the Delegates prior to the Annual Meeting of the Membership. Nominations from the Nominating Committee must be submitted to the members by means of a formal communication thirty (30) days prior to the date of the Annual Meeting of the Membership. Nominations may also be made from the floor during the Annual Meeting of the Membership.

The duty of the ACA International Delegate is to attend the Conference and file a report that will be read at the Annual Meeting of the Membership.

The term of the ACA International Delegate shall be three (3) years.

10.3 Eligibility. The representative of any active member of this Association in good standing may be eligible to hold office. No person shall be elected to any office without the consent of such person first having been obtained. If the officer ceases to be a representative of a member in good standing, the office shall be declared vacant and shall be filled in accordance with these By-Laws.

10.4 Regions. For the purpose of promoting regional representation and for the purpose of establishing Education Programs, the State of Idaho is hereby divided into three regions, as follows:

10.4.1 Called the Panhandle Region, and extending south as far as and including the southern boundary of Idaho County. These counties are: Benewah, Bonner, Boundary, Clearwater, Idaho, Kootenai, Latah, Lewis, Nez Perce & Shoshone.

10.4.2 Called the Boise Valley Region, and including the areas from the southern boundary of Idaho County on the north and extending south and east as far as, and including, the eastern boundary of Elmore County. These counties are: Ada, Adams, Boise, Canyon, Elmore, Gem, Owyhee, Payette, Valley and Washington.

10.4.3 Called the Southern Region, and including all areas in the State not a part of Regions 10.4.1 and 10.4.2. Those counties are: Bannock, Bear Lake, Bingham, Blaine, Bonneville, Butte, Camas, Caribou, Cassia, Clark, Custer, Franklin, Fremont, Gooding, Jefferson, Jerome, Lemhi, Lincoln, Madison, Minidoka, Oneida, Power, Teton and Twin Falls.

Each year, the Nominating Committee shall try to select a President from a different region, with each region having its turn. The wishes of the region shall

be taken into consideration by the Nominating Committee in making their selections, each region having the right to caucus, or canvas its membership to ascertain its wishes, and make recommendations.

10.5 Election of Unit Officers. During the Annual Meeting of the Membership, voting for officers so nominated shall be conducted by secret ballot, provided however, that such secret ballot shall be waived where any given nominee is not opposed. All officers shall take office immediately upon their election and shall serve in office until the next Annual Meeting of the Membership when their successors are elected. The Secretary shall provide the Chief Executive Officer of ACA International within at least fourteen (14) days prior notice of an election or appointment of Unit Officers and with the results of such election within thirty (30) days thereof.

10.6 Election of ACA International Delegate. During the Annual Meeting of the Membership, voting for delegates so nominated shall be conducted by secret ballot, provided however, that such secret ballot shall be waived where any given nominee is not opposed. All delegates shall take office immediately upon election and shall serve in office for three (3) years when their successors are elected. The Secretary shall provide the Chief Executive Officer of ACA International within at least fourteen (14) days prior notice of an election or appointment of Delegates and with the results of such election within thirty (30) days thereof.

10.7 Balloting. In all elections conducted by secret ballot, the Secretary/Treasurer shall determine the eligibility of each member's designee to cast ballots. In the event his or her decision is contested, the final authority shall rest with the Board of Directors whose majority decision of those voting on the committee shall prevail.

ARTICLE ELEVEN STANDING COMMITTEES

11.1 Appointment. After his election, the President shall appoint the following standing committees: Membership, Grievance, Legislative, Education Program, Public Relations, Publications, Auditing and Advisory Committee to Department of Finance. All committees shall consist of not less than three, no more than five members, and each region must be represented on each committee. The principal duties of the various named committees shall be as follows:

11.1.1 Membership Committee. Duties of the Membership Committee shall be to endeavor to increase the membership of this Association by soliciting the worthy licensed applicants. This committee shall investigate as to the qualifications of an applicant for membership and report its findings to the Board of Directors.

11.1.2 Grievance Committee. The Grievance Committee shall consider any complaint by forwarder or member of this Association and such

complaint shall be made in writing and referred to the Grievance Committee for investigation.

Minutes of all meetings of the Grievance Committee and its proceedings and decisions are to be in writing and signed by members of the committee and then shall be given to the Secretary of this Association to become part of the permanent record of this Association.

11.1.3 Education Program Committee. The Education Program Committee shall arrange a suitable program for every regular and special meeting.

11.1.4 Auditing Committee. The Auditing Committee shall, prior to the Annual Meeting of the Membership and at such other times as may be directed by the Board of Directors, audit the books of the Secretary and the Treasurer and report its findings in writing to the membership at the Annual Meeting of the Membership and to the Board of Directors immediately.

11.1.5 Advisory Committee to the Department of Finance. The Advisory Committee to the Department of Finance shall meet with the Department of Finance at least once a year and shall be available to the Department of Finance when needed for consultation on matters pertinent to the welfare of this Association and industry. Said committee shall report its finding in writing to the Board of Directors immediately and to the membership at the Annual Meeting of the Membership.

ARTICLE TWELVE MEETING OF THE GENERAL MEMBERSHIP

12.1 Annual Meeting of the Membership. The Annual Meeting of the Membership shall be held at a time and place to be fixed by the Conference Chairman. The meeting shall be held at any time prior to one (1) month before the ACA International meeting. Special meetings of the Membership may be called at such time and place as may be fixed by the Board of Directors. Unless otherwise stated in these By-laws, notice of all meetings shall be made by means of a formal communication to each member at least fifteen (15) days before the date of the meeting.

ARTICLE THIRTEEN AMENDMENTS

13.1 Amendments to By-Laws. Amendments to the By-Laws may be ratified at any meeting of this Association or by means of formal communication. A majority of the members who vote shall determine whether a proposed amendment is adopted or rejected. Such proposed amendments shall be submitted in writing, by the Board of Directors to the Secretary/Treasurer who shall determine whether the balloting is to be conducted by means of formal communication or by the membership at its next Annual Meeting. The Secretary/Treasurer's choice of procedure may be reversed by a majority vote of the Board of Directors. The Secretary/Treasurer shall send by means of formal communication a copy of each proposed amendment to every member of this Association within thirty (30) days after receipt from the Board of Directors.

13.2 Balloting and Voting Procedures. If balloting is to be conducted by means of formal communication the Secretary/Treasurer shall attach a ballot for each article of the By-Laws affected by the proposed amendment. If balloting is to be conducted at an Annual or Special Meeting of the Membership, the Secretary/Treasurer shall provide a notice of the date, time and place of such meeting to every member along with a copy of the proposed amendments. The ballots shall be in a form which provides a space for the member to: indicate acceptance or rejection of the proposed amendments(s), insert the date, sign their name as an individual, and print the name of the member of record they represent. The ballots shall be returned to the Secretary/Treasurer within twenty-one (21) days after the date on the correspondence from the office of the Secretary/Treasurer. The balloting shall be tallied by the Secretary/Treasurer on the 30th day following the day the proposed amendments were sent to the members.

13.3 Record Retention and Inspection. The Secretary/Treasurer shall notify the President of the voting results on the same day. The ballots and the correspondence used to send the ballots to the Secretary/Treasurer shall be retained as property of this Association for a period of two (2) years during which time any member of this Association may inspect the ballots in the presence of the Secretary/Treasurer. Such property shall be available to inspection at all meetings of this Association during this two-year period. The Secretary/Treasurer may appoint any member of this Association to be his or her deputy for the specified purpose of sending the proposed amendments and ballots, tallying the votes and witnessing the inspection of the ballots.

13.4 Ad Hoc Elections Committee. In all elections conducted by secret ballot the President shall appoint an Ad Hoc Elections Committee to tally the ballots and certify the election. The Election Committee shall be made up of four members of this Association, providing none of them has been nominated for any elected position at the Annual Meeting of the Membership.

ARTICLE FOURTEEN
PARLIAMENTARY PROCEDURES

14.1 Parliamentary Procedure. In all questions of order and parliamentary procedure not covered by these By-Laws or State law, Robert's Rules of order shall govern. The President may appoint any person a Parliamentarian who is well versed in recognized Parliamentary Law to advise the presiding officer at any given meeting.