

APPENDIX 1

Friends of Alum Creek & Tributaries Organizational Structure

Board of Directors, 2005:

Barbara Logan, Chair
David Hohmann, Vice-Chair
Jim Lunde, Co-Treasurer
Jan Tague, Co-Treasurer
Carol Elder, Secretary
Margaret Ann Samuels, Watershed Watch Committee
Joe Bonnell, Education & Outreach Committee
Harold Highland, River Corridor Committee

Staff

Heather Doherty, Watershed Coordinator

Bylaws

- 1.0 NAME: This organization shall be known as the “Friends of Alum Creek and Tributaries” or “FACT”. The term “organization”, as used in these bylaws, refers to the Friends of Alum Creek and Tributaries (FACT).
- 2.0 PURPOSE: FACT is committed to finding ways to preserve and protect Alum Creek as a natural area while providing citizen access for environmentally responsible recreation, educational opportunities, and citizen enjoyment at many levels.
- 3.0 MEMBERSHIP
 - 3.1 Membership is open to any individual, family, business, government agency, educational institution, or other organization that subscribes to the purpose of FACT.
 - 3.2 Voting members shall be members in good standing who are residents of Alum Creek watershed or interested in the protection and preservation of Alum Creek watershed. To retain membership in good standing, persons shall have paid the annual dues as set by the membership. Membership is based on a calendar year.
 - 3.3 Membership in good standing will be terminated by (a) receipt by the Steering Committee of the written resignation of a member, (b) by the death of a member, (c) the failure of a member to pay annual dues, or (d) by unanimous action of the Steering Committee based upon conduct by the member that is inconsistent with membership. In reference to item (d) above, a member may be reinstated if the member corrects the cause of termination. Charter members shall be those members present at the meeting during which these bylaws were first adopted.
- 4.0 ORGANIZATION AND OFFICERS
 - 4.1 The Board of Directors of FACT shall be the Chair, Vice-Chair, Secretary, and Treasurer. All officers shall be voting members of the organization and serve as volunteers
 - 4.2 Elections for the office of Chair, Vice-Chair, Secretary, and Treasurer shall be conducted per Robert’s Rules of Order. Nominations will be made by the Nominating Committee. Any member in good standing may make additional nominations from the floor or in writing to any member of the Steering Committee. It is incumbent upon the nominator to determine the willingness of the nominee to serve.
 - 4.3 The duties of the Chair shall include, but are not limited to:
 - scheduling meetings and developing meeting agendas
 - presiding over all meetings of the organization
 - serving as chair of the Steering Committee and as an ad hoc member of other committees.

- 4.4 The duties of the Vice-Chair shall include, but are not limited to assuming the duties of the Chair should that office become vacant and presiding at meetings of the organization and its Steering Committee when the Chair is unable to attend.
- 4.5 The duties of the Secretary shall include, but are not limited to:
 - maintaining the official records of the organization.
 - recording and distributing the minutes of the meetings.
 - maintaining a current record of the names and addresses of members in good standing.
 - maintaining an attendance record of those attending meetings and special events.
 - sending out notices of meetings along with supporting materials.
- 4.6 The duties of the Treasurer shall include, but are not limited to:
 - receiving and depositing revenue from dues or other sources in a depository to be approved by the steering committee.
 - keeping and maintaining accurate records of all receipts and disbursements and accounts.
 - reporting on the financial status of the organization to the Steering Committee and at regular meetings of the organization.
 - providing a list to the Secretary of all members who have met their dues requirements.
 - providing such other financial information or keeping such other financial records as may be required.
- 4.7 All officers are elected for a one year term. Re-election to these offices is permitted.
- 4.8 The immediate past Chair will continue to serve as a member of the Board of Directors in an advisory capacity for one year.

5.0 COMMITTEES

- 5.1 Standing Committees: The following standing committees will be established to address concerns of FACT:
 - Personnel: Carried out by the Board of Directors; approves personnel policy, evaluates coordinator annually, manages other personnel.
 - Fundraising: Writes and manages grants, fundraising activities, tracks membership.
 - Education/Outreach: Builds awareness and support, public relations, educational opportunities.
 - Watershed Watch: Monitors construction activity, stormwater, sewer lines, and other potentially harmful activity.
 - River Corridor: Acts to preserve, protect, and improve the areas around the creek and watershed.
 - Watershed Action Planning Advisory Committee: Coordinated by the Watershed Coordinator.
- 5.2 Other (Ad Hoc) Committees: The Steering Committee may appoint such other standing or ad hoc committees as deemed necessary to support the efforts of the organization.
- 5.3 Steering Committee: The Steering Committee will be composed of the Chair, Vice-Chair, Secretary, and Treasurer of the organization and the chairs of each established standing and ad hoc committee.
- 5.4 The duties of the Steering Committee shall include, but not be limited to:
 - acting as an Executive Committee to direct the business activities of the organization.
 - acting as the Nominating Committee.
 - creating or eliminating standing or ad hoc committees as deemed necessary.
 - calling special meetings.
 - recommending projects to the existing committees.
 - authorizing expenditures of the organization and approving payment of indebtedness incurred by the organization.
- 5.5 Scope of Work of Committees: Each committee will initially establish a scope of work and initiate projects and activities that will enable it to carry out the established scope of work. The duties and activities developed by the committees shall be approved by the Steering Committee.
- Committee Chair Selection: Each standing and ad hoc committee is to elect a chair by the end of its second meeting. The committee chairs will also serve as members of the Steering Committee.

6.0 MEETINGS

- 6.1 The organization shall meet as determined by the Steering Committee.

- The Board of Directors must meet annually.
- Members shall be provided with an agenda for each meeting and business materials that may be considered or acted upon, whether or not they are set forth in the agenda.
- Special meetings may be held as needed.

7.0 DECISION MAKING

- The organization will make every effort to operate by consensus. Consensus means that everyone can live with the decision. Group decisions will be made by all members in good standing which are present at the meeting.
- Quorum – A simple majority of members present at a meeting will constitute a quorum and, if consensus can not be reached, decisions requiring a vote will require a two thirds majority vote of the quorum present.
- Any voting member may call for a vote on any issue during the course of a meeting.
- Procedures not covered in these bylaws will be covered by Roberts's Rules of Order.

8.0 MISCELLANEOUS PROVISIONS

- 8.1 Copies of all records, except financial records, shall be kept at _____.
- In the event that FACT dissolves, all funds shall be distributed as follows:
 - Grant money will be disbursed as per grant agreement.
 - Balance to another 5013C organization, with values agreeing with the mission of FACT, as determined by the Board of Directors at the time of dissolution.

9.0 AMENDMENTS: Any amendments to the bylaws may be adopted by a two thirds majority vote of the members present at a regularly called meeting. The notice for the meeting at which the vote to adopt the amendments is to take place shall include the proposed amendments.