

FRIENDS OF ALUM CREEK AND TRIBUTARIES
Bylaws

Last Updated: 2016

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 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 within the first half of the membership year. Membership is based on a calendar year.

3.3 Membership in good standing will be terminated by (a) receipt by the Board of Directors 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 Board 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 Board of Directors

4.1 The Board of Directors will be composed of the Executive Committee and at large board members. At-large board members are selected by the board. The immediate past President will continue to serve as a member of the Board of Directors in an advisory capacity for one year.

4.2 The duties of the Board of Directors shall include, but not be limited to:

- directing the business activities of the organization.
- 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.

5.0 Executive Committee

5.1 The Executive Committee of FACT shall be the President, Vice-President, Secretary, and Treasurer. All officers shall be voting members of the organization and serve as volunteers.

5.2 Elections for the office of President, Vice-President, Secretary, and Treasurer shall be conducted per Robert’s Rules of Order. Officers will be elected by members in good standing at the annual general meeting. Nominations will be made by the Executive Committee. Any member in good standing may make additional nominations from the floor or in writing to any

member of the Board of Directors. It is incumbent upon the nominator to determine the willingness of the nominee to serve.

- 5.3 The duties of the President shall include, but are not limited to:
- scheduling meetings and developing meeting agendas (with staff, when applicable).
 - presiding over all meetings of the organization.
 - serving as an ad hoc member of other committees.
 - signing official correspondence on behalf of the organization.
- 5.4 The duties of the Vice-President shall include, but are not limited to:
- assuming the duties of the President should that office become vacant.
 - presiding at meetings of the organization when the President is unable to attend.
- 5.5 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 an attendance record of those attending meetings and special events.
 - sending out notices of meetings along with supporting materials.
- 5.6 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 Board of Directors.
 - keeping and maintaining accurate records of all receipts and disbursements and accounts.
 - reporting on the financial status of the organization to the Board of Directors and at regular meetings of the organization.
 - maintaining a current record of the names and addresses of members in good standing.
 - providing such other financial information or keeping such other financial records as may be required.
 - signing financial related correspondence on behalf of the organization.
 - maintaining current registrations with necessary organizations.
 - disbursing funds as approved by the Board of Directors
- 5.7 All officers are elected for a one year term, corresponding with the membership year. Re-election to these offices is permitted.

6.0 Committees

- 6.1 The Board of Directors may appoint standing or ad hoc committees, such as those described below, as deemed necessary to support of the efforts of the organization.
- **Personnel:** Carried out by the Executive Committee; 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, and educational opportunities.
 - **Communication:** Produces materials such as the press releases, social media posts, and website content.
 - **Watershed Watch:** Monitors activities, such as development and construction activity and stormwater and sanitary sewer management, which present potential threats to the health of Alum Creek, wetlands and tributary streams. Acts as an advocate for the watershed.
 - **Service:** Acts to improve the areas around the creek and watershed through stewardship activities (such as cleanups), and promotes recreation and creek access for the enjoyment of watershed residents.
 - **Watershed Action Planning Steering Committee:** advises development, community involvement, and implementation of the watershed action plan.

- 6.2 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 Board of Directors.
- 6.3 Committee Chair selection shall be conducted by the Board of Directors. Nominations may be made by the any member in good standing.

7.0 Meetings

- 7.1 The organization shall meet as determined by the Board of Directors.
- 7.2 A general meeting for members in good standing shall be held at least once annually and will be announced at least one week in advance.
- 7.3 Members shall be provided with an agenda at each meeting and business materials that may be considered or acted upon, whether or not they are set forth in the agenda.
- 7.4 Special meetings may be held as needed.

8.0 Decision Making

- 8.1 Decisions will be made by a quorum of the Board of Directors, except where otherwise specified in these bylaws.
- 8.2 The organization will make every effort to operate by consensus. Consensus means that everyone can live with the decision.
- 8.3 If consensus cannot be reached, decisions requiring a vote will require a two-thirds majority vote of the quorum present.
- 8.4 Quorum is established for meetings whenever a majority of the active members of the Board of Directors is present.
- 8.5 Active Board of Directors members are defined as Board of Directors members who have paid their membership dues within the first quarter of the year and attended at least fifty percent of board meetings within the last six months.
- 8.6 Any member in good standing may call for a vote on any issue during the course of a meeting.
- 8.7 Procedures not covered in these bylaws will be covered by Roberts’s Rules of Order.

9.0 Miscellaneous Provisions

- 9.1 Copies of all permanent records , shall be kept at a location of the Board of Directors’ choice.
- 9.2 In the event that FACT dissolves, all funds shall be distributed as follows:
 - Any grant money will be disbursed as per grant agreement.
 - Balance to another 501(c) 3 organization, with values agreeing with the mission of FACT, as determined by the Board of Directors at the time of dissolution.

10.0 Amendments

- 10.1 Any amendments to the bylaws may be adopted by a two-thirds majority vote of the members present at a general meeting. The notice for the meeting at which the vote to adopt the amendments is to take place shall include the proposed amendments.

Approved ____November 10, 2016_____