

MOHAWK WATERSHED PARTNERSHIP BY-LAWS

SECTION 1 - NAME

This organization shall be known as the Mohawk Watershed Partnership (hereinafter referred to as MWP or the Partnership).

SECTION 2 - PURPOSE

The Mohawk Watershed Partnership was formed in response to the need for watershed -wide coordination. It was formed to help address watershed management issues and to provide a framework for the support, coordination and cooperation among key interests in the development and implementation of a watershed action plan for the entire Mohawk watershed.

SECTION 3 - MISSION

The Mohawk Watershed Partnership exists to assess, evaluate, improve and restore the condition of the Mohawk River watershed through promotion, involvement, education, coordination, and development of goals and plans, using the collective wisdom and voluntary action of our community members.

SECTION 4 - GOALS

- 4.1 Gather, verify and share information on current and past watershed conditions
- 4.2 Assess the needs for watershed improvement and enhancement
- 4.3 Develop an action plan for watershed health improvement or maintenance and work toward its implementation
- 4.4 Maintain or improve water quality
- 4.5 Encourage maintenance or restoration of native ecosystems, especially riparian areas and wetlands
- 4.6 Provide incentives that will encourage citizens, businesses, and agencies to take part in maintaining or improving our watershed
- 4.7 Recognizing the diversity of opinion in the community, seek common ground solutions and appropriate resources for issues concerning the physical, biological, social, cultural, and economic components of a healthy watershed

SECTION 5 - AREA

The Mohawk watershed encompasses all land drained by the Mohawk River and its tributaries.

SECTION 6 - MEMBERSHIP

- 6.1 General membership is made up of an ever-changing partnership of interested people from the Mohawk watershed, including related community, business and government groups, who meet to work toward the PURPOSE, MISSION and GOALS as defined by these by-laws.
- 6.2 Voting members must pay annual dues in an amount to be decided by the Board.
- 6.3 Voting members must attend at least 3 meetings in the 12 months prior to the Annual Meeting.
- 6.4 Voting members vote at the Annual Meeting for the membership of the Board, amendments to the by-laws, and any other issues brought forward by the Board or by

petition of 25% of the voting members.

SECTION 7 - BOARD AND OFFICERS

- 7.1** The twelve (12) member MWP Board will strive to maintain a balanced representation of all interested parties in the Mohawk Watershed. A quorum of seven (7) Board members is required for decision making; no alternates are allowed.
- 7.2** Duties of the Board Members
 - 7.2.1** Assist the officers in the performance of duties
 - 7.2.2** Participate on a committee or a project
 - 7.2.3** Attend and participate in a minimum of 9 out of 12 monthly meetings
 - 7.2.4** Recruit a secretary and a treasurer
 - ~~7.3.2~~**7.2.5** Appoint an Ad-hoc Nominating Committee at the January or February meeting each year
- 7.3** Board Member Terms, Candidates, and Elections
 - 7.3.1** Board members will serve for a term of four years. Rotations of board members will be staggered to maintain continuity, resulting in three Board member position vacancies each year.
 - 7.3.2** Elections will be held at the Annual Meeting in June each year, beginning in 1999.
 - 7.3.3** Candidates must be voting members.
 - ~~7.3.2~~**7.3.4** Nominations for Board positions will be submitted by the Nominating Committee prior to or during the May meeting, at which time names of candidates will be announced.
 - 7.3.5** Nominations from the floor will be taken during the May meeting.
 - 7.3.6** If a Board member position becomes vacant, it may be filled (until the next election) by a vote of the Board.
 - 7.3.7** All open Board positions are “at large” positions. The candidates receiving the most votes will fill these positions.
 - 7.3.8** If there are also partial term positions open, candidates for these will be on the same ballot as candidates for full term positions. After full term positions are filled, the candidate with the next highest number of votes will fill the longest partial term position, the candidate with the next highest votes will fill the next longest partial term position, and so on, until all positions are filled.
- 7.4** Duties of the Facilitator
 - 7.4.1** To arrange meeting space
 - 7.4.2** To write the agenda with input from members
 - 7.4.3** To facilitate the meetings
- 7.5** Duties of the Secretary
 - 7.5.1** To keep an accurate, publishable record of all proceedings
 - 7.5.2** To assist the facilitator with correspondence and meeting notice
 - 7.5.3** To help create and maintain the Partnership membership list
 - 7.5.4** To help create and maintain a roster of committee members
- 7.6** Duties of the Treasurer
 - 7.6.1** To account for all dues collected and other funds received
 - 7.6.2** To hold and dispense the funds for the Partnership
 - 7.6.3** To help create and maintain the Partnership membership list

- 7.6.4 To prepare and provide necessary financial reports
- 7.6.5 To report to the membership the state of the finances of the MWP
- 7.6.6 To see that tax records are kept and taxes filed

SECTION 8 - EQUAL OPPORTUNITY

The MWP will ensure compliance with all requirements regarding the non-discrimination provisions of Title VI of the Civil Rights Act of 1975, as amended by the United States and the State of Oregon. It provides that no person shall, on the basis of race, color, national origin, sex, religion, age, disability, or marital status be excluded from participation in, be denied benefits, or be subjected to discrimination under any activity of the MWP.

SECTION 9 - MEETING STRUCTURE

MWP meetings shall be held monthly. Notices of meetings will be posted at appropriate public places in the communities. Local newspapers will also be informed of meeting times and places.

SECTION 10 - ROLES AND RELATIONSHIPS BETWEEN MWP AND MCKENZIE WATERSHED COUNCIL (MWC)

- 10.1 The MWC will receive an oral report and the monthly meeting minutes of the MWP.
- 10.2 Members from each group will be encouraged to attend meetings on a reciprocal, rotating basis.
- 10.3 The MWC and MWP will cooperate to implement the Water Quality Monitoring program.
- 10.4 The MWC will assist the MWP with grant applications for identified projects and coordination of those projects.
- 10.5 The technical teams for each group will share information on assessments and cooperate on action plan implementation.
- 10.6 The MWP will assist MWC in its public outreach to initiate the implementation process in other communities within the basin.
- 10.7 Members of the MWP attending the MWC meeting will report back to the MWP.

SECTION 11 - COMMITTEE STRUCTURE AND RESPONSIBILITIES

- 11.1 Standing committees will be the Executive Committee, the Funding Committee, the Education and Outreach Committee, the Project Committee, the Technical Team, and the Citizen Water Quality Monitoring Team. Ad hoc committees will be formed as needed by the Board and will include a Nominating Committee. All committees will report their decisions and actions to the Partnership at the Partnership meetings. The goals and actions of all Partnership committees shall support the Purpose, Mission, and Goals of the Partnership as described in these by-laws. Except for the Executive Committee, which is comprised exclusively of Board members, committee members may be Board members, voting members, or other interested people.
- 11.2 **Structure and Responsibilities of the Executive Committee**
 - 11.2.1 Consists exclusively of Board members and has a minimum of 5 members
 - 11.2.2 Has the authority to represent the Partnership, including execution of documents
 - 11.2.3 Assigns the duties of the coordinator and monitor progress
 - 11.2.4 Makes staffing and operating decisions

- 11.2.5 Oversees any fiscal operations
- 11.2.6 Has a representative on the Funding Committee
- 11.3 Structure and Responsibilities of the Funding Committee**
 - 11.3.1 Includes the treasurer and at least one representative of the Executive Committee
 - 11.3.2 Seeks grant funding for staffing, equipment, supplies, projects and other purposes as needed and submits reports as needed
 - 11.3.3 Seeks donations
- 11.4 Structure and Responsibilities of the Education and Outreach Committee**
 - 11.4.1 Publishes the newsletter regularly
 - 11.4.2 Maintains communication with the local schools
 - 11.4.3 Provides workshops for the membership and public
 - 11.4.4 Seeks opportunities to expand the public's awareness of the Partnership and watershed issues
 - 11.4.5 Recruits new members
 - 11.4.6 Organizes tours, including project tours
- 11.5 Structure and Responsibilities of the Project Committee**
 - 11.5.1 Identifies potential restoration projects and seeks landowners willing to do restoration projects
 - 11.5.2 Prioritizes potential projects
 - 11.5.3 Directs design and implementation of projects
 - 11.5.4 Directs maintenance and monitoring of projects
 - 11.5.5 Works with project manager/coordinator
- 11.6 Structure and Responsibilities of the Technical Team**
 - 11.6.1 Comprised of people with scientific backgrounds or technical expertise
 - 11.6.2 Helps the Partnership meet its mission, purpose and goals, regarding improved watershed conditions through plans and projects
 - 11.6.3 Reviews projects presented to the Partnership for feasibility and appropriateness
 - 11.6.4 Makes recommendations when asked to do so by the Partnership
 - 11.6.5 Gathers information and answers the Partnership's questions in a way that is usable to the Partnership. The Technical Team's role is not decision-making, but is to be as objective as possible, to provide alternatives, and if appropriate, to help implement decisions made by the Partnership.
- 11.7 Structure and Responsibilities of the Citizen Water Quality Monitoring Team**
 - 11.7.1 Coordinates efforts with McKenzie Watershed Council
 - 11.7.2 Assists the Partnership with establishing monitoring goals and plans
 - 11.7.3 Gathers data according to the Partnership's monitoring plans
 - 11.7.4 Organizes and maintains monitoring data
 - 11.7.5 Reports data to the appropriate organizations
- 11.8 Structure and Responsibilities of the Ad-hoc Nominating Committee**
 - 11.8.1 Identifies candidates willing to run for the Partnership Board
 - 11.8.2 Interviews potential candidates to evaluate their abilities and qualifications
 - 11.8.3 Works to ensure a diverse slate of candidates
 - 11.8.4 Submits nominations for Board positions prior to or during the May meeting

SECTION 12 – AMENDMENTS

- 12.1** Amendments to the by-laws are to be proposed in writing to the MWP any time up to two months before the Annual Meeting in June.
- 12.2** If the change is substantive, the person submitting the change will present it to an ad-hoc amendment committee for review.
- 12.3** The ad-hoc amendment committee will then present the change at the Annual Meeting for a decision.

SECTION 13 – DECISION MAKING

13.1 General Decision Making

All decisions made by the Board or any sub-group, committee or team are made by a consensus of those present. (A quorum is required for Board decisions.) If a consensus is not reached during the first discussion, the issues of conflict will be identified by the Board, sub-group, committee or team and an ad-hoc team will form to address those points. This team should involve at least one of those who did not support the decision and those who are willing to discuss it or have skills that would be helpful in making progress toward a common-ground solution. Attempts will be made to re-frame the question, issue or problem and recommendations can be made to consider bringing in a professional to assist in the decision making process. The ad-hoc team will meet and report back at the next meeting of the Board, sub-group, committee or team when a consensus decision will again be called for. In the event of continued conflict, this process will be repeated, but after two unsuccessful attempts for consensus, a ‘consensus minus one’ decision will be allowed, and the objections will be noted in the meeting minutes.

13.2 Annual Meeting Decision Making

All decisions made at the Annual Meeting are made by a consensus of the voting members present. If a consensus is not reached during the discussion, the decision will be made by a super-majority of 75% of those present.