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**Friends of Heybrook Ridge**

**Bylaws**

**I.  Mission:** Friends of Heybrook Ridge intend to work with Snohomish County and community partnerships in order to preserve flora and fauna of the ridge in perpetuity and to develop recreational and focused learning experiences for a diverse population. Development of educational experiences may include production of interpretive programs and signage, works of art, classes for all educational levels, or other initiatives that will enhance the experience of Heybrook Ridge visitors.

**II.  Meetings:**There shall be an annual meeting of all FOHR members (aka, the “general membership”) in February at which officers and Board of Directors (BOD) members shall be elected. Time and date of the meeting shall be determined by the end of the preceding year and announced to the general membership a month in advance of the annual meeting.

**BOD meetings** will be held monthly or as needed with date, time, and place to be determined by the BOD members at the preceding meeting.  They will be open to the public.  Subcommittees appointed by the President may meet at any time or place deemed reasonable for the pursuit of subcommittee goals, with any such meeting chaired by the subcommittee chair person.  The President shall chair all meetings, except that in the President’s absence, the Vice President shall chair the meeting. If neither the President nor the Vice President is present, the meeting shall be chaired by the Treasurer. All meetings shall be conducted following a written agenda, with *Roberts Rules of Order*used as the meeting protocol reference and parliamentary authority. Seven members shall constitute a quorum for BOD meetings.

**III.  Election of Officers and the Board:**The positions of President, Vice-President, Secretary, and Treasurer as well as nine Board Members at Large shall be filled for two-year terms through a simple-majority vote of the members. All members in good standing have the right to vote for members of the board while in attendance at the annual meeting. Officers will then be elected by the members of the board.

**IV.  Membership:**Annual membership from February 1 to January 31 of the following year is open to any person who is in agreement with the mission of Friends of Heybrook Ridge without discrimination through the payment of annual dues. Donors of money, services or goods that further the goals of the organization will be considered members for the current year and through the next election cycle. Donors of $1,000 or above will be lifetime members, no longer required to pay annual dues.

V.  **Amendment of Bylaws:** These bylaws may be amended at any time by a 2/3-majority vote of the Board of Directors at a regularly scheduled meeting. Proposed bylaws amendment(s) shall be announced to the general membership at least one month prior to adoption of the amendment(s).  The BOD will consider all communications regarding bylaws changes from the general membership.  Amendment(s) will be finalized by a majority vote of the BOD at a subsequent BOD meeting wherein a quorum is present.

**VI.   A.  Board of Directors:**The Board of Directors is composed of the officers and nine Board Members at Large, elected by the membership. The Board of Directors is charged with the overall responsibility of conducting the affairs of Friends of Heybrook Ridge as stated in the Bylaws and/or Articles of Incorporation.

**B.  Responsibilities of the Board of Directors**
The duties and powers of the Board of Directors are:

1. Direct the business and financial affairs of the organization
2. Formulate the Vision, Mission, Goals and objectives of the organization
3. Establish administrative policies and procedures
4. Foster growth and development of the organization
5. Review committee reports and determine actions to be taken
6. Formulate, when necessary and in cooperation with the Treasurer, an operational budget.
7. Attend meetings regularly, understanding that board members are subject to removal from the board if three consecutive meetings are missed without prior notice to the president.

**C.  Officer Responsibilities**

**President’s Duties:**

1. Serves with Board approval as the official representative of the organization
2. Presides at all business meetings of the organization and the Board
3. Appoints committee chairs and members of all standing and special committees after consulting with the Board of Directors
4. Terminates committee appointments when appointees are non-functioning.
5. Directs the preparations of and signs all official correspondence.
6. Prepares an agenda for all business meetings and provides to the board: notification of the meeting, an agenda and minutes of the previous meeting at least one week prior to the next meeting.
7. Speaks on behalf of the Board on all official matters. This includes meeting with other agencies or organizations as needed.
8. Participates as an ex-officio member of all committees.
9. Keeps the Board and membership informed of significant activities and communications of which he/she is aware affecting Heybrook Ridge. The president will also communicate information at regular intervals with the membership at large.
10. Diligently seeks knowledge of actions that may impact the mission of Friends of Heybrook Ridge.
11. Researches and pursues funding opportunities, delegating grant writing and other fund-raising efforts such as special events to subcommittees as appropriate.

**Vice-President’s Duties:**

1. Attends all meetings of the organization
2. Works closely with the President to organize tasks and suggest committee assignments for Board approval
3. Performs the duties of the President if the President is not available.
4. Serves as an Ex-Officio member of committees at the request of the President

**Secretary’s Duties:**

1. Sends notice of all meetings to the membership and to other organizations and individuals as determined by the President and Board
2. Maintains all official records of the organization
3. Provides copies of meeting minutes to the membership two weeks before the next scheduled meeting.
4. Maintains election records, officer and board positions, and lists of committee chairs, members and activities
5. Corresponds for the organization at the direction of the President
6. Assists committees with correspondence pertaining to their activities

**Treasurer’s Duties:**

1. Prepares a financial statement for presentation at each business meeting.
2. Maintains the organization’s financial accounts and accounting records
3. Pays all bills, signs all checks, and oversees additional financial transactions
4. Ensures that records are reviewed annually by a Board-assigned audit committee and before turning them over to a new Treasurer.
5. If necessary, formulates and monitors, with Board and Officer approval, an annual budget, including budget relationship information in the financial statement presented at each meeting.
6. Serves as a member of the organization’s finance and budget committees.
7. The treasurer is responsible for filing all reports required by government agencies to maintain the organization’s legal status as a 501c3 and State Non-Profit.

Bylaws Revisions history: 3/20/2007, 3/18/2008, Spring 2011, 5/20/2013, 6/17/13, 1/29/14