

WHITE RIVER ALLIANCE

BY-LAWS OF THE WHITE RIVER ALLIANCE

Approved April 3, 2018

ARTICLE I

Name

Sec.1. Name. The name of this organization shall be the White River Alliance, hereinafter referred to in these bylaws as the Alliance. *(other names included the Compact for the White River, Friends of the White River)*

ARTICLE II

Purposes and Policy

Sec.1. Purposes. The purpose of the Alliance is to promote citizen engagement surrounding the protection and conservation of the White River basin on the Western Slope of Colorado, to encourage awareness of the value of the river, and protect its water for drinking, abundance for wildlife and area farming, ranching and recreation.

Sec. 2. Political Policy. The Alliance shall not support or oppose any political party or any candidate.

ARTICLE III

Membership

Sec.1. Eligibility. Any person who subscribes to the purposes and policy of the Alliance shall be eligible for membership

Sec.2. Types of Membership.

(a) Voting Members. Persons who give \$25 (twenty-five) to join annually may vote at board meetings where plans and policies are discussed.

(b) Non Voting Members: Interested citizens who do not pay dues, or not up to date on their dues, are welcome to attend meetings and speak, but may not vote on decisions. They may be considered as non –voting members.

ARTICLE IV

Officers

Sec.1. Enumeration and Election of Officers. The officers of the Alliance shall be a president, a vice-president, a secretary and a treasurer. They shall be elected annually by the gathering of paid members and shall hold office until the conclusion of the next annual meeting until their successors have been elected and qualified. Co-officers are permissible and references herein to any officers shall include the possibility of co-officers.

Sec.2. The President. The president shall preside at all meetings of the organization and of the Board of Directors, unless the president shall designate another person to preside. The president shall be, ex-officio, a member of all committees except the Nominating Committee. The president shall have such usual powers of supervision and management as may pertain to the office of the president and perform such duties as may be designated by the Board.

Sec.3. The Vice-Presidents In the event of absence, disability, resignation or death of the president, the vice-president, shall assume the office. In the event the vice-president is unable to serve in this capacity, the Board of Directors shall elect one of its elected members to fill the vacancy. The vice-president shall perform such other duties as the president and the Board designate.

Sec.4. The Secretary. The secretary, or duly appointed assistant(s), shall keep minutes of all meetings of its Board of Directors.

Sec.5. The Treasurer. The treasurer, or duly appointed assistant(s), shall: collect, receive and disburse moneys; be custodian of these moneys; present periodic statements to the Board at its regular meetings.

ARTICLE V

Board of Directors

Sec.1. Number, Manner of Selection, and Term of Office. The Board of Directors shall consist of the Alliance officers and **three** elected Directors and **not more than three** appointed directors. The elected directors shall be elected by the paid members and shall serve until their successors have been elected and qualified. The elected members shall appoint such additional directors, not exceeding three, as they deem necessary to carry on the work of the Alliance. The term of office of the appointed directors shall expire concurrently with the term of office of the elected directors.

Sec.2. Qualifications. Any interested individual is eligible to be a member or a board director.

Sec.3. Vacancies. May be filled by a vote of the Board.

Sec.4. Powers and Duties. The Board of Directors shall have full charge of the property and business of the corporation with full power and authority to manage and conduct the same, subject to the instructions of the membership. The Board shall create and designate such special committees as it may deem necessary.

Sec.5. Regular Meetings. There shall be at least four regular meetings of the Board of Directors annually. The president shall notify each member of the Board of Directors of the time and place of all regular by email preferably two weeks before any such meeting. The Annual Meeting shall be held to elect the board in January. There shall be no term limits.

Sec.6. Special Meetings. The president may call special meetings of the Board of Directors, and shall call a special meeting upon the written request of five members of the Board. Members of the Board shall be notified of the time, place and subject of special meetings, in writing, delivered personally or by mail, facsimile, or other electronic means, sent at least two days prior to such meetings,

Sec.7. Manner of Meetings. Meetings may be held in person or by electronic means including but not limited to telephonic conferencing, video conferencing and E-Mail. Telephonic and video conferencing meetings shall be called, noticed and conducted in the same manner as in person meetings.

Sec.8. Quorum. A majority of members of the Board of Directors shall constitute a quorum.

Sec.9. Executive Committee. There shall be an Executive Committee composed of the four elected officers. The Executive Committee shall exercise such power and authority as may be delegated to it and shall report to the Board on all actions taken by it between regular meetings of the Board.

ARTICLE VI

Financial Administration

Sec.1. Fiscal Year. The fiscal year of the Alliance shall commence on the first of April of each year.

Sec.2. Care of Moneys.

(a) Moneys shall be deposited in federally insured financial institutions. The treasurer and/or president shall be qualified signatories on all accounts.

(b)The financial books of the treasurer shall be reviewed by a committee annually.

Sec.4. Budget. The Board shall submit to the membership for adoption of a budget for the ensuing year.

ARTICLE VII

Program

Sec.1. Principles. The governing principles adopted by the membership of the Alliance as a whole constitute the authorization for the adoption of program.

Sec.2. Program. The program of the Alliance shall consist of: action to implement the Principles and positions of the Alliance, for concerted study and/or action.

Sec.4. Member Action. Members may act in the name of the Alliance only when authorized to do so by the Board of Directors or the president.

ARTICLE VIII

Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules the Alliance may adopt.

ARTICLE IX

Amendments

Sec.1. Amendments. These bylaws may be amended by a two-thirds vote at any meeting of the Board of directors and paid membership using the following procedures: Proposals for change shall be submitted to the Board of Directors at least three days prior to the meeting. All such proposed amendments together with the recommendations of the Board shall be sent to the all paid members for their review. Upon a 2/3 vote in favor at the meeting, changes may be made to these by laws.