



BEAVER CREEK
WETLANDS
ASSOCIATION

BCWA Zoom Retreat, Session 3
1-24-2021

TODAY'S AGENDA:

TODAY-

- **Review 5-Year goals**
- **How do we make decisions?**
- **Finalize 2021 Goals**
- **Establishment of E.D. Search Committee**
- **Proposal for New Tractor**

BCWA APPROVED 5-YEAR GOALS

- **Complete the first five phases of the Spotted Turtle Trail, including signage and interpretation, in a manner that ensures collaboration, cost effectiveness, and quality results**
- **Creation of a comprehensive/partner approved habitat inventory and Habitat management plan for all of the Beaver Creek Wetlands, and bring percentage of managed land to 25%.**
- **Written agreement by partners and BCWA to achieve comprehensive and consistent management of land and infrastructure in the wetlands, including a mechanism for routine coordination**
- **Increase operating budget, volunteers, programs, and memberships by 100% to achieve and maintain these commitments going forward**

HOW DO WE MAKE DECISIONS?



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ARTICLE IV: TRUSTEES

Section 1. Powers. Subject to the limitations of the Articles and this Code of Regulations, the activities and affairs of the Corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Trustees (the "Board" or "Board of Trustees") consisting of all Trustees duly elected by the Members at the Annual Meeting as described in Section 3 of this Article. The Board may delegate the activities of the Corporation to any person or persons, a management company, or committees however composed, provided that the activities and affairs of the Corporation shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board. Without prejudice to such general powers, but subject to the same limitations, it is hereby expressly declared that the Board shall have the following powers in addition to the other powers enumerated in this Code of Regulations:

- (a) to select and remove all the other Officers, agents, and employees of the Corporation, prescribe powers and duties for them as may not be inconsistent with law, the Articles, or this Code of Regulations, fix their compensation and require from them security for faithful service;**
- (b) to conduct, manage, and control the affairs and activities of the Corporation and to make such rules and regulations as may not be inconsistent with law, the Articles, or this Code of Regulations, as they may deem best;**
- (c) to adopt, make, and use a corporate seal and to alter the form of such seal from time to time as they may deem best; and**
- (d) to borrow money and incur indebtedness for the purposes of the Corporation, and to cause to be executed and delivered therefor, in the Corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, or other evidences of debt and securities thereof.**

Section 6. President. Subject to such powers, if any, as may be given by the Board to the Chairman of the Board, if there is such an Officer, the President is the general manager and chief executive officer of the Corporation and has, subject to the control of the Board, general supervision, direction, and control of the business and Officers of the Corporation. In the absence of the Chairman of the Board, or if there is none, the President shall preside at all meetings of the Members and the Board. The President may sign, with the Secretary or Treasurer or any other proper Officer of the Corporation authorized by the Board, any deeds, mortgages, bonds, contracts, or other instruments which the Board has authorized to be executed, except in case where the signing and execution thereof shall be expressly delegated by the Board, or by this Code of Regulations, or by statute to some Officer or agent of the Corporation. The President has the general powers and duties of management usually vested in the office of president and general manager of a Corporation and such other powers and duties as may be prescribed by the Board.

PROPOSED CONCURRENCE

- **The Board officially delegates authority of all operational decisions, except those expressly reserved for the Board, to the President as authorized by the COR. This includes, general supervision, direction, and control of the business and Officers of the Corporation.**
- **If an Executive Director is hired, this authority passes to the Executive Director**
- **If the Executive Director is not able to fulfill their responsibilities operational authority reverts to the President**
- **The President/Executive Director may authorize committees or officers to make decisions to fulfill Board approved goals, within the scope of the COR**
- **If the Board is not satisfied with the performance of the President or Executive Director they retain the power to remove them as written in the COR**
- **The Board expects the President/Executive Director to work collaboratively with trustees, committee chairs, advisors, volunteers and members to achieve, to the extent possible, consensus.**

SPENDING AUTHORITY

- **The Board may approve expending funds for a specified project with a defined amount. Authority to expend components of these approved funds resides with the President or Executive Director, who can delegate authority to committee chairs**
- **Financial limits still apply to spending not specifically authorized by the Board. The President/Executive Director is authorized to spend up to \$2,500**
- **The Executive Committee is authorized to spend up to \$5,000**
- **Above \$5,000 requires approval of Board of Trustees**

BCWA 2021 GOALS

- **Post for and hire an Executive Director with solid non-profit experience, possessing leadership, fundraising, engagement and outreach skills, tasked with achieving five-year goals (President)**
- **Split existing Administrative Coordinator position to allow for an additional position focusing on fundraising and engagement (Blythe)**
- **Rehabilitation of the Engagement Committee to create and implement programming/advertising/media to support the five-year goals (Sue with Art, David G.)**
- **Completion and dedication of Phase 1 of the Spotted Turtle Trail (Land Acq. & Projects)**
- **All officer and committee chairs in place after Annual Meeting (David G.)**
- **Complete land acquisition under contract (Land Acq. & Projects)**
- **All monitoring commitments met for owned properties and easements (Land Acq. & Projects)**
- **Quantify specific measurable components of each five year goal (President/ E.D.), report to Board**

**Proposed Purchase of
Kubota L4701 Tractor
Request up to \$25,000.00**



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