

**BY-LAWS  
OF THE  
BLANCHARD RIVER WATERSHED PARTNERSHIP INC.**

**ARTICLE I: NAME AND GEOGRAPHIC EXTENT**

Section 1. – Name: The name of the association is the Blanchard River Watershed Partnership Inc., hereinafter referred to as “the BRWP”.

Section 2. – Geographic Extent: For the purpose of this document, the geographic extent of the Blanchard River Watershed shall include all of the land that drains via the Blanchard River from its headwaters five miles north of Kenton, in Hardin County and flows into the Auglaize River, South of Dupont, in Putnam County. It includes parts of Allen, Hancock, Hardin, Putnam, Seneca and Wyandot Counties. This area is defined by the United States Geological Survey as Hydrologic Unit – 04100008

**ARTICLE II: MISSION AND GOALS**

Section 1. – Mission: The Blanchard River Watershed Partnership fosters responsible land use, recreation, improvement of water quality, and the protection and enhancement of our watershed.

Section 2. – Vision: To live in a clean and productive watershed that assures long-term value to all of its inhabitants.

Section 3. – Values: The Blanchard River Watershed Partnership Values...

- The Blanchard River Watershed for its ability to sustain life.
- The natural ecosystems and the preservation of the natural and environmental aspects of the watershed.
- The partnerships and open dialogue with the community about our watershed.
- The rural lifestyle and the quality of life in townships, villages and cities.
- The use of best management practices to:
  - Sustain agriculture as an occupation.
  - Encourage environmentally sound industrial development.
  - Promote responsible residential and other urban activities.

Section 4. – Strategic Planning Goals:

Develop a Watershed Management and Action Plan utilizing the “Guide to Developing Local Watershed Action Plans in Ohio: Appendix 8”

Develop a Plan for Fiscal Sustainability (Marketing, Fundraising, Memberships)

Develop a Watershed Education and Volunteer Plan

**ARTICLE III: MEMBERSHIP**

Section 1. – Eligibility: Any individual or organization that subscribes to the mission, vision, values and goals of the BRWP is eligible for membership.

Section 2. – Types of Membership:

- A. Individual Membership – Individuals may become voting members of the Partnership by paying annual dues in the amount set by the BRWP at its annual meetings. All memberships will coincide with the Calendar Year. Dues will be payable on the first day of January, and must be paid before that member can exercise voting rights in that year.

- B. Family Membership - Families may become members by paying annual dues in the amount set by the BRWP at its annual meetings. Dues will be payable on the first day of January. One person will represent each family as a voting member.
- C. Membership Plus and Sponsorship – Eligible organizations and/or businesses may become members by paying annual dues in the amount set by the BRWP at its annual meetings. Dues will be payable on the first day of January. Organizations may appoint one person to represent them as a voting member.
- D. Cooperating Affiliates. – Organizations that are unable to pay membership dues that nevertheless support the mission, vision, values and goals of the BRWP may become cooperating affiliates by submitting a letter of support to the BRWP. They will be invited to send representatives to all BRWP events and will be listed as Cooperating Affiliates. Cooperating Affiliates do not have voting privileges.

Section 3. – Role of Members: The BRWP members reserve the right to list partners/members on grant applications for in-kind support purposes, but will require a written pledge for all monetary commitments. Members are responsible for electing the Board of Directors and voting on: any proposed changes to the By-Laws; other items as referenced in subsequent sections of the By-Laws; and other items that are presented at BRWP meetings. Members also are invited to participate in BRWP activities and will receive all information pertinent to the general membership. Members are encouraged to become active on one or more committees and give input on watershed related issues, projects, and activities.

Section 4. – Membership Diversity: The BRWP actively seeks a diverse membership including; interested citizens, representatives of agriculture, business and industry, public agencies, elected officials, public water/wastewater purveyors, nonprofit organizations, educational institutions, civic groups, recreational interests, wildlife organizations, environmental groups, and others.

## **ARTICLE IV: COMMITTEES**

Section 1. – Steering Committee: The Steering Committee shall consist of:

- A The elected members of the Board of Directors, that is the representative from each of the six subwatersheds plus three directors elected at large. Directors must live, work or own property in the watershed.
- B The chair or a representative of each standing committee and strategic issues committees.
- C Ex-officio members may be appointed by the steering committee as deemed appropriate. Ex-officio members do not have voting privileges.

Voting members of the Steering Committee must be a BRWP member in good standing, before the February meeting of each calendar year.

Section 2. – General Role of the Steering Committee: The general role of the Steering Committee is to provide overall direction to the BRWP in fulfilling its mission, vision, values and goals.

Section 3. – Responsibilities of the Steering Committee:

- A. Support the implementation of the watershed Management Plan and propose to the membership changes to the Management Plan as needed.

- B. Review and recommend for membership approval the annual budget of the BRWP and the adoption of a sound accounting practices document.
- C. Approve all grant applications and memoranda of agreement to be submitted on behalf of the BRWP. Grant applications may be submitted prior to membership approval. However, all grant applications and memoranda of agreement will be presented for final approval by the membership.
- D. Track progress of targeted goals and finances as stated in grants received on behalf of the BRWP.
- E. Support programs of cooperating organizations that advance the mission and goals of the BRWP.
- F. Facilitate the development of consensus positions on issues arising within the watershed. Where consensus cannot be reached offer majority and minority reports on the issue.
- G. Review position statements, letters of support, and/or advocacy letters that are proposed by members or committees. Such documents must be approved by majority vote of the members present at a regularly scheduled BRWP meeting, or if time does not permit, by a unanimous vote of a quorum of the Steering Committee.
- H. Develop agenda and programs for general meetings of the BRWP.
- I. Promote a growing active membership
- J. Promote sustainability through fiscal growth, fundraising and marketing planning.

Work closely with the Standing/Strategic Issues Committees of the BRWP

Section 4. – Standing /Strategic Issues Committees: The BRWP shall have the following Committees: Agriculture, Wastewater / Drinking Water Supply, Stream Flow and Habitat, Education, Organization, Development and Watershed Action Plan. Committee's may be added or eliminated by a 2/3 vote of the Steering Committee.

Section 5 Participation on Standing Committee': Participation on standing and Strategic Issue committee's is not limited to BRWP members. Individuals may be members of more than one committee.

Section 5. – Responsibilities of Standing/Strategic Issues Committees:

- A. Develop and support implementation of their section of the Strategic Plan.
- B. Propose revisions and updates to their section of the Watershed Management and Action Plan to the Steering Committee and membership.
- C. Investigate all sides of issues that are under their consideration.
- D. Keep the Steering Committee and the BRWP informed regarding new issues and opportunities in their field of expertise.

**ARTICLE V: MEETINGS**

Section 1. – BRWP Meetings: The BRWP will hold a minimum of one regularly scheduled meeting per year. A fall meeting will be known as the annual meeting at which time elections will be held. Special meetings of the BRWP can be called as needed by the Steering Committee. The time and location of each meeting shall be determined by the Steering Committee. Members will be notified a minimum of three weeks prior to any meeting. A quorum shall consist of those members present.

Section 2. – Steering Committee Meetings: The Steering Committee shall meet at least eight times a year. The Chair may call additional meetings as needed. The time and location of each meeting shall be determined by the Steering Committee. Members will be notified a minimum of two week prior to any meeting. A quorum shall consist of one more than half of the Steering Committee Membership. Members who miss three meeting in a given year without showing good cause may be removed from the Steering Committee by a majority vote of the board.

Section 3. – Standing Committee Meetings: Standing Committees shall meet no fewer than four times per year. Standing Committees can meet via conferencing at the discretion of their Chair. Members will be notified a minimum of two weeks prior to any meeting. Pending prior notification, a quorum shall consist of those members present.

**ARTICLE VI: ELECTIONS AND OFFICERS**

Section 1. – Election of Subwatershed Representatives and At-Large Members of the Board of Directors:

- A. The Chairman of the Steering Committee of the BRWP will appoint a Nominating Committee consisting of at least three members to compile a slate of candidates for county and at-large representatives to the Board of Directors. The Steering Committee will approve the slate of candidates at least 30 days prior to the annual meeting and be sent to the membership at least 3 weeks prior to the annual meeting
- B. Nominations will also be taken from the floor at the annual meeting.
- C. Directors will be elected at the Annual Meeting of the BRWP.
- D. Where elected directors resign or are removed for absenteeism, the board of directors will appoint someone to complete the remainder of the term.
- E. Elected positions to the Board of Directors shall be filled as follows. Cycle One is defined as term end 12/31/ 2009. Each cycle follows in yearly sequence.

Cycle 1	Cycle 2	Cycle 3
Headwaters	Riley Creek	Cranberry Creek
Ottawa Creek	Eagle Creek	Lye Creek
At Large Two	At Large One	At Large Three

Section 2. – Election of Standing Committee Officers: The standing committee officers shall be Chairman and Secretary. The Committee officers must be members of the BRWP.

A. The committees at the meeting prior to the Annual Meeting will elect officers.

B. Where officers resign, their terms of office will be completed by election from the committee.

Section 3. – Election of BRWP and Steering Committee Officers: The Steering Committee officers shall be Chair, Vice Chair, and Secretary. The office for Chair shall be a two-year term with a maximum of three terms served. The Steering Committee shall elect all officers at the first meeting following the annual meeting in odd numbered years. Any vacancies shall be filled by election of the Steering Committee at the next scheduled Steering Committee meeting.

## **ARTICLE VII: OFFICER RESPONSIBILITIES**

Section 1. – Responsibilities of the Steering Committee Officers:

A. Chair:

1. Preside at all meetings of the Steering Committee and BRWP.
2. Develop in conjunction with the Coordinator and Secretary the agenda for Steering Committee meetings.
3. Sign correspondence and other BRWP documents as needed.
4. Prepare written quarterly reports on committee activities and attendance reports to the Board of Directors.

B. Vice Chair:

1. Assume the above duties in the Chair's absence.

C. Secretary:

- D. Record the minutes of Steering Committee and BRWP meetings and submit an electronic copy to Coordinator within one week.
- E. Circulate attendance and mileage sheets at each meeting and submit them to the Coordinator for recording within one week.

Section 2. – Responsibilities of the Standing/Strategic Issues Committee Officers:

A. Chair:

1. Represent their committee as a voting member of the Steering Committee.
2. Preside at all meetings of the committee.
3. Develop in conjunction with the Secretary the agenda for all committee meetings.
4. Provide written reports on committee activities, minutes, and attendance sheets to the Coordinator at least 1 month prior to the quarterly meeting.

B. Secretary:

1. Record the minutes of committee meetings and submit to coordinator and committee chair within one week.
2. Circulate attendance and mileage sheets at each meeting and submit them to the coordinator for recording within one week.
3. Maintain membership list and/or work with coordinator to ensure all committee members are kept informed of committee activities.

## **ARTICLE VII: STAFF**

Section 1. – Watershed Coordinator: In order to fulfill the Mission and Goals of the BRWP every effort

will be made to support a fulltime Watershed Coordinator.

Section 2. – The Responsibilities of the Coordinator are to:

- A. Assist in carrying out the Management Plan of the BRWP.
- B. Aid the Membership and Committees in fulfilling their responsibilities.
- C. Complete and submit all documentation required for grants and other reports submitted on behalf of the BRWP.
- D. Seek out and coordinate the preparation of grant applications that further the implementation of the Management Plan and BRWP objectives.
- E. Oversee the day-to-day operations of the BRWP.
- F. Assist the Development and Fundraising Committee to organize fundraising efforts for the BRWP.
- G. Assist the Education, Outreach and Membership Committee to promote membership growth.
- H. Supervise other staff, interns, and volunteers.
- I. Assist the Education, Outreach and Membership Committee to coordinate education and outreach efforts:
  - 1. Prepare newsletters and maintain website.
  - 2. Public relations.
- J. Network with other watershed professionals and groups.
- K. Seek professional training and development opportunities.

**ARTICLE IX: MEMORANDA OF AGREEMENT**

Section 1. – Memoranda of Agreement: The BRWP may enter into Memoranda with other organizations to fulfill its mission and goals. Where appropriate these memoranda will be incorporated in grant applications.

- A. The Steering Committee will approve all memoranda written on behalf of the BRWP and submitted to the BOD for authorization. Any member may appeal the decision of the BOD and demand in writing a membership vote.

**ARTICLE X: PARLIMENTARY AUTHORITY**

Section 1. – Parliamentary Authority: Except where otherwise specified these By-Laws are adopted by a majority vote of the voting members present at an annual meeting. The rules contained in the most recent edition of Robert’s Rules of Order shall govern BRWP proceedings.

**ARTICLE XI: AMENDMENTS TO BY-LAWS**

Section 1. – Amendments to By-Laws: These By-Laws may be amended by a 2/3 vote of members present at the annual meeting of the BRWP or at a meeting specifically called for this purpose.