



**NORTH CENTRAL WASHINGTON
RESOURCE CONSERVATION & DEVELOPMENT, INC.**

MEMBER HANDBOOK

**PO Box 326 Okanogan, WA 98840
rcd@communitynet.org**

Completed May 2012

A non-profit rural development organization serving North Central Washington

TABLE OF CONTENTS

| | |
|--|-------------------------------------|
| MISSION..... | 3 |
| VISION STATEMENT..... | 3 |
| INTRODUCTION..... | 3 |
| RC&D COUNCIL..... | 4 |
| NON PROFIT CORPORATION..... | 4 |
| EXECUTIVE BOARD OF OFFICERS..... | 5 |
| INDIVIDUAL MEMBER RESPONSIBILITIES..... | 5 |
| COUNCIL MEMBER CONDUCT..... | 6 |
| SEXUAL HARASSMENT POLICY..... | 6 |
| ACTION TEAMS AND STANDING COMMITTEES..... | 7 |
| OTHER TECHNICAL ADVISORS..... | 7 |
| GOALS AND PRIORITIES..... | 7 |
| GUIDING DOCUMENTS..... | 7 |
| PUBLIC RELATIONS..... | 8 |
| SERVICES - WHAT WE DO..... | 9 |
| PROJECTS..... | 10 |
| NORTH CENTRAL WASHINGTON RC&D COUNCIL POLICY..... | 10 |
| General Policy..... | 10 |
| Meeting Policy:..... | 11 |
| Travel Policy..... | 11 |
| Financial Policy..... | 12 |
| Grant Administration Policy..... | 12 |
| (APPENDIX A) RC&D COUNCIL MEMBER JOB DESCRIPTION..... | 14 |
| (APPENDIX B) RC&D PROJECT PROPOSAL APPLICATION..... | ERROR! BOOKMARK NOT DEFINED. |
| (APPENDIX C) GLOSSARY OF COMMON ACRONYMS..... | 19 |
| (APPENDIX D) COUNCIL CONSTITUTION AND BY-LAWS..... | 20 |

MISSION

The mission of the North Central Washington RC&D Council is to provide linkages, facilitation and capacity building for resource conservation and community development to benefit people of the Chelan, Douglas and Okanogan county region including the Reservation of the Colville Confederated Tribes.

VISION STATEMENT

The vision of the North Central Washington RC&D Council, for its services to the individuals, communities and organizations of Chelan, Douglas, and Okanogan Counties, is to facilitate and build linkages and support services. These services are intended to extend local resources without duplicating those that already exist in the entities it serves, or those of its sponsoring members.

INTRODUCTION

RC&D stands for Resource Conservation and Development. The RC&D Program is a locally initiated, sponsored and directed program, in which citizens, primarily through their elected representatives, work to enhance the quality of life by improving the economic, social and environmental conditions within their area. An effective RC&D Council administers its operation more as a process, which provides the framework for locally elected officials to deal with problems and opportunities, as opposed to a "program" aimed at specific projects.

A provision of the Food and Agriculture Act of 1962 created the RC&D program. The Secretary of Agriculture delegated responsibility for administering the program to the Soil Conservation Service now called the Natural Resources Conservation Service (NRCS). Five areas in Washington State have been funded by the Secretary of Agriculture since the program was first initiated. These are the Columbia Pacific RC&D in Aberdeen, Ki-Yak RC&D in Yakima, North Central Washington RC&D in Chelan, Upper Columbia RC&D in Spokane, and the Big Bend RC&D in Ephrata. As of 1999, there are over 320 RC&D areas covering more than three quarters of the nation.

The North Central Washington RC&D was formally recognized by the USDA on February 4, 1992. The area includes all of Chelan, Douglas, and Okanogan Counties and the portion of the Colville Confederated Tribal lands found within Okanogan County.

In order to operate more effectively, the sponsoring organizations, usually the county governments, conservation districts, city councils and other units of local government form a Council. The Council establishes goals, objectives and policies for the RC&D program in the area. The Council sets priorities and courses of action as it deems necessary.

Council members, as local leaders, assume responsibility for their area's development. They endeavor to improve communication between area residents and local governments. They learn about available resources and various alternatives for development and use these resources. They learn what the problems are and determine ways to overcome these problems.

Because the Council is responsible for developing and directing the RC&D program, each member is responsible for active participation, representing their sponsor's views at meetings, and having a working knowledge of the RC&D program including the goals and objectives of the Council. Council members should carefully study views of concerned parties and balance them in relation to the needs of the local community and those of the area. Projects selected should be based on their merit of solving region wide problems or maximizing opportunities for area development.

All programs and services of the North Central Washington RC&D are offered on a nondiscriminatory basis without regard to race, color, national origin, gender, religion, age, disability, political beliefs, sexual orientation, and marital or family status.

The RC&D was formulated in 1988 and became part of the USDA in 1992. In 2011 it reverted back to being an independent, grass roots based organization.

RC&D COUNCIL

The Council is the governing body of the North Central Washington RC&D. Each sponsoring organization appoints one representative to serve on the Council. They may appoint an alternate to take the place of that representative, only when the official representative cannot attend the meeting. Each Sponsor has one (1) vote on motions, project proposals, or resolutions brought before the Council to be cast by either its representative or alternate. Sponsors of the area may include the Boards of County Commissioners and Conservation Districts from Chelan, Douglas and Okanogan Counties and the Colville Confederated Tribal Council. In addition, other units of government, organizations, and interested groups within the above named counties may apply for sponsorship. If we are to begin including individuals as members, this would need to be included.

Members of the Council are the representatives appointed annually by each sponsoring organization. Council members may serve as long as they remain duly chosen representatives of the organization they represent and adhere to attendance policies. It is the representatives' responsibility to report RC&D activities to their organizations. They are also asked to seek input from their sponsoring organizations as the Council develops Area Plans and Annual Plans of Work.

The Council is responsible for developing and implementing the Annual Plan of Work which is developed detailing specific actions and projects to be completed each fiscal year.

Funding for the Council comes from dues; grants from NRCS, other agencies, foundations, or organizations; and from the North Central Washington RC&D 501[c][3], Non Profit Corporation.

NON PROFIT CORPORATION

The North Central Washington RC&D has formed a non profit corporation that is governed by a five member Board of Directors. The Executive Board of the Council serves as the Board of Directors of the corporation. These Directors make the business and financial decisions for the non profit corporation. If the Council wants to fund a project, the Executive Board must be consulted as to whether the funds are available and if the project meets all of the requirements of the corporation.

The North Central Washington RC&D has been deemed a Washington State Non Profit Corporation as of December 1991 and a 501[c][3] IRS Tax Exempt Corporation as of August 1993.

The North Central Washington RC&D, Inc. is eligible to receive tax free donations and grants from individuals, corporations, or foundations. These donations are tax deductible for the grantor.

The Executive Board, which serves as the Board of Directors for the Corporation, may hire staff to oversee the operations of that business. This staff currently consists of a Clerk/Administrative Assistant and an Accountant. This staff is employed by the Non Profit corporation. The Directors supervise the staff and direct the completion of specific Council activities.

EXECUTIVE BOARD OF OFFICERS

The President, Vice-President, Secretary, Treasurer and Past-President of the Council comprise the Executive Board of the Council and serve as the Board of Directors of the Non Profit Corporation. The officers are elected to one year terms with the elections held at the Annual Meeting in December. New officers take office at the conclusion of the Annual Meeting. An officer of the Council may succeed themselves in office to the same or different post for two successive one-year terms.

The Board has the responsibility to provide leadership and ensure all activities and cautions are conducted in accordance with the Council's guiding documents and the state and federal laws under which the Council operates. As a Board, collectively and individually, they have specific responsibilities and authority which are set forth in the By-Laws.

Responsibilities of the Executive Board of Officers also involve those activities necessary for the effective day to day operation of the RC&D Council. The duties include:

1. Preparation of an Annual Budget, Year-end Financial Statement and Annual Plan of Work for action by the Council.
2. Appointing or disbanding standing committees and Action Teams, referring project proposals to the committees, and taking action on their recommendations.
3. Reviewing, updating, or improving the By-Laws and policy manuals for the Council.
4. Oversight of the expenditure of funds in accordance with the Council budget.
5. Making financial and business decisions for the non profit corporation and directing staff on how to proceed with those plans.
6. Oversight of Council employees and decision making authority on personnel issues.

The Executive Board meets on the call of the President or of more than two Executive Board members with a five day notice.

INDIVIDUAL MEMBER RESPONSIBILITIES

Each Council member assumes certain responsibilities. If not carried out, the overall Council effort is weakened. The main requirements for Council members are:

1. Serve as a liaison between the sponsoring organization and the Council. Must be familiar with issues and problems facing the sponsor, and willing to learn the Council's procedures for prioritizing, formulating and implementing projects.
2. Attend the quarterly Council meetings and other meetings when serving as a designated committee/team member.
3. Participate in the annual election of officers.

4. Be familiar with the Annual Plan of Work and by laws. Review, provide comments, and approve or reject proposed changes in these documents.
5. Help carry out the Annual Plan by providing leadership in planning and implementing projects and other activities.
6. Serve on one of the standing committees or project Action Committees.

See the Council Member Job Description in appendix for a detailed list of member duties.

Council Member Conduct

It is the policy of the North Central Washington RC&D that there shall be no discrimination against any prospective or current employee, sponsor or contractor because of race, religion, national origin, color, age, sex, marital status or familial status, political beliefs, or physical, mental or sensory handicap.

- A. This non-discrimination policy shall apply to, but not be limited to: Council activities and sponsor recruitment, employment, upgrading, demotion, or transfer; recruitment, advertising; lay off or termination; rates of pay or other forms of compensation; and selection of training, including apprenticeship.
- B. The North Central Washington RC&D is an equal employment employer. As such, it will do everything possible to promote equal opportunity in all phases of its employment practices.
- C. Any complaints or problems regarding discrimination shall be reported to the RC&D Coordinator or to the President of the Council. It should not be reported to unaffected staff. The complaint or problem will be handled through State of Washington guidelines and process related to non-profit corporations.

Sexual Harassment Policy

Sexual harassment in any form will not be tolerated from Council employees, the Executive Board, or the Council sponsor representatives.

The North Central Washington RC&D Sexual Harassment policy is:

Any Council employee or representative who uses implicit or explicit coercive sexual behavior to control, influence, or otherwise affect the career, salary, or job of another individual is engaging in sexual harassment. Similarly, anyone who participates in deliberate or repeated unsolicited verbal comments, gestures, or physical contact of a sexual nature that are unwelcome or interfere with work productivity is engaging in sexual harassment. Finally, anyone who engages in any of the behaviors cited above while conducting business with or for the Council is engaging in sexual harassment.

Sexual harassment will not be tolerated in the North Central Washington RC&D. All reports of such behavior will be examined immediately by the Executive Board and will be resolved swiftly, consistently, and fairly. Any Council employee who sexually harasses another individual while conducting Council business will be subject to disciplinary action as outlined in the Council's Personnel Handbook. Any Executive Board member or sponsor representative who subjects a Council employee or any other individual to sexual harassment while on

Council business will be asked to leave the Council and may face court actions under state and federal laws.

ACTION TEAMS AND STANDING COMMITTEES

The Executive Board of the Council has the authority to appoint Action Teams or standing committees as necessary to provide guidance and assistance in carrying out Council responsibilities. Currently there are the following standing committees; Forestry; Rural Development; and Water Resources. Council members, interested individuals and Technical advisory staff can volunteer to be members. Any member of the committee may be selected to serve as the chair.

OTHER TECHNICAL ADVISORS

In addition to the assistance by the Coordinator and the Non profit staff, the Council also has the authority to request federal, state and local agency staff and other resource people to serve as technical advisors on any committee.

Most projects involve many disciplines and agreements. In some cases, private industry may have a significant interest in a project or activity and may be willing to contribute both technically and financially. The broader the support base and diversity of the interdisciplinary technical input, the more likely a project is to achieve success.

GOALS AND PRIORITIES

To accomplish the mission of the North Central Washington RC&D Council, well-defined goals and priorities regarding the needs and opportunities within the RC&D area must be in place. These goals and priorities, as listed in the Annual Plan, must be reviewed and updated from time to time to insure their compatibility with current economic trends and resource conditions. Goals and priorities should be established based on local needs and concerns. When setting goals and priorities, the following items should be among those considered:

1. The potential social, economic and sustainable natural resource benefits.
2. A demonstrated amount of local involvement and initiative.
3. The availability of technical and financial resources to complete the project.

To be eligible under RC&D program authorization, an area must have unique economic and resource needs which are not being met under existing programs. Therefore, it is possible that goals and priorities within an RC&D area may occasionally be in contrast with those at the state or national level.

It is essential that the members of the Council recognize the opportunities and responsibilities of providing grass-roots input into agency involvement and program administration within their area. This is the intent and strength of the RC&D program.

GUIDING DOCUMENTS

In order to operate more effectively, the Council has prepared written documents which establish its identity, purpose, objectives and methods of operation. These documents are used to communicate

with other organizations, serve as a reference, establish legitimacy, create standards of achievement and outline a consensus among the organization's members. Guiding documents for the North Central Washington RC&D Council and Non-profit Corporation are the Articles of Incorporation, By Laws, and Annual Plan of Work. The Personnel and Accounting Procedures Manuals contain the day-to-day policy followed by the Council and its employees. Many of these are legal documents subject to review by the State of Washington, Internal Revenue Service..

The **Articles of Incorporation** set forth the organization's identity: who it is, why it was organized, what it seeks to accomplish and who belongs to it. They are required by the State and the Internal Revenue Service.

The **By-Laws** describe primarily how the organization is structured and provide rules for its operation. These are also required by the State and Internal Revenue Service.

The **Annual Plan of Work** lists and details those projects which will receive priority and that should be accomplished during the next year by the Council, Coordinator, and staff

The **Personnel and Accounting Procedures Policy Manuals** provide the detailed information needed by the Council and its employees in order to protect the interests of the Council and to establish the policies and procedures that govern the day-to-day operations.

PUBLIC RELATIONS

An effective information program should be an essential part of maintaining an active and aggressive RC&D program. One of the requirements of any RC&D project is to provide community benefits. If a Council is addressing local needs in a manner which results in community benefits, it is important to get the word out to the general public. Following the completion of a project, assignments will be made to staff, committee members and/or Council members to use their various resources to publicize the Council's activities.

Probably the easiest means of disseminating information to the general public is through the newspaper, radio and television. There is a small problem for area-wide coverage in North Central Washington because many communities have their own newspaper, several radio stations provide service with not any one able to provide coverage to the entire region, and only network television stations from Spokane or Seattle are available. These media groups are primarily interested in activities that affect their constituency. News stories should be delivered to the media by a local Council member with help from Council staff or the Coordinator, if necessary. This provides an opportunity to explain that small communities can accomplish a great deal more with the collective support of the RC&D Council. Good coverage of major projects may occur by inviting the reporter or newscaster to the project site or informational meeting. This will allow them to visit with the people who are involved with or receiving benefit from the project.

Getting the word out to the general public is only one part of public relations. An equally important task lies in maintaining an identity and communication with key political figures and prominent citizens. All correspondence approved by the Council to be sent to the state legislators and congressional representatives should be sent on RC&D letterhead. Such letters should be concise as to the concerns and desires of the Council. They should contain constructive proposals to tackle the

current issues and praise for past actions of the state or federal legislators which benefited Council objectives.

SERVICES - WHAT WE DO

The North Central Washington RC&D provides a diverse range of services in the areas of sustainable natural resource and rural economic development that benefit north central Washington. The Council provides technical assistance to the sponsors and organizations on projects compatible with the North Central Washington RC&D Area Plan and mission. The Council places a high priority on projects and issues impacting the entire service area. The Council initiates or accepts projects consistent with the Annual Plan. The primary method by which the North Central Washington RC&D delivers services is through its staff, standing committees and action teams. Sponsors and other organizations desiring assistance with projects can make a request in writing to the North Central Washington RC&D. Projects that are best addressed by others, or where collaboration is not possible, are not typically addressed by the Council.

Perhaps the most important services provided by the North Central Washington RC&D is something that does not really appear on the surface. Helping local people get organized, fully evaluating the problem or situation, and advising the local people where they can go for help with their specific problems are key elements to making the North Central Washington RC&D services effective. All sources of technical and financial assistance are explored.

Collaborative Problem Solving & Project Completion: Because of its unique organization, the North Central Washington RC&D addresses issues local organizations are unable to address by bringing diverse groups and organizations together to collaboratively solve mutual problems. These coalitions of interest groups; local, state, and federal agencies; and local individuals allow an open dialogue and bring understanding and agreement on issues of mutual concern. Through these partnerships, additional resources are brought to the RC&D area. With local citizens in leadership, community resource conservation and development issues are resolved. This allows the Council to assist organizations in completing the various steps needed to plan, fund, and finalize simple to complex projects.

Grant Proposal Writing and Administration: The staff of the North Central Washington RC&D can assist in writing funding proposals to government agencies, foundations, and corporations on behalf of sponsors and other organizations when consistent with the Council's Annual Plan. Grant proposal writing assistance includes the entire grant writing process, from all aspects of planning, funding searches, proposal writing, proposal submission to identified sources, and follow-up. There are also opportunities to use the Council as the grant submitting organization in order to be eligible for funds available to 501[c][3] status corporations. A small administrative fee will be charged for grants which are prepared and successfully funded or when the Council acts as the grant administrator.

Other Activities: Not all Council objectives and strategies are achieved through formal projects. Some strategies are met by organizing or facilitating meetings, seminars, workshops or conferences for educational purposes or to transfer best-of-science technology. Others include initiating forums to bring opposing interests together, or laying the groundwork for regional coalitions to come together. These are typically included in the Annual Plan of Work as action items.

Projects

An RC&D project is adopted by the Council as a means of accomplishing Council objectives. It requires a written project proposal for consideration. Only activities in which the Council will have a major influence should be adopted as projects. In order for a project involving a funding source to be implemented, a plan must be developed which outlines the problems, objectives, partners, alternate solutions, selected plan, costs and benefits, funding arrangements, schedule of activities and operation and maintenance responsibilities.

By adopting a proposed project, the Council makes a commitment to help move the project forward to completion. Thus these projects should fall within the realm of the Annual Plan of Work in order to receive the full commitment of the Council and its staff. Projects outside the scope of this document that address a new regional issue or have very strong local support may also be considered if the Council has sufficient resources to address them. There is an implied obligation on the part of the project sponsor to assume an active role in the planning process and bear a portion of the cost of installing the project. Therefore, before a project is adopted, the Council, the project sponsor, and the organization requesting the project should agree upon the specific objectives of the project, job assignments, initial cost estimates, and timetable of completion. Adopting a project without first having a knowledge and understanding of the responsibilities to be incurred is discouraged by the Council.

An initial assessment of the proposed action by the sponsors, the coordinator and any partnering groups or agency personnel is usually required to gather adequate information for the project proposal. A work outline listing the actions or practices to be implemented, expertise & number of personnel needed, funding needs, and a timetable which is compatible with on-going project activities, should accompany the project proposal.

The Council prioritizes the active projects at least annually. Once again, local support and initiative are a strong consideration for high priority projects.

It is not uncommon for several projects to be in various stages of activity at any one time. Most cost-shared projects take from one to two years before planning, designs, and financial arrangements are finalized and a contract can be signed to complete the project. With this in mind, there is a need to keep new projects coming in to avoid "lag periods". However, before adopting a new project, the Council must insure that the project is compatible with the objectives set forth in the area plan, and that adequate staff time is available to assist with completion of the project in a reasonable amount of time. There may be times when the Council must reject or table a project proposal in order to adequately service those already in progress.

North Central Washington RC&D Council Policy

General Policy

The policies of the North Central Washington RC&D Council are the foundation that virtually all major decisions are based upon. The following constitute the general policies which fall within the by laws of the Council:

- a) The Council will work toward achieving public awareness of human and natural resources within the area.
- b) Planning and implementation will focus on the sustainable management and use of natural and other resources for human economic and social benefit.
- c) The Council will promote citizen participation in RC&D programs and projects.
- d) Appropriate assistance will be requested from funding organizations, technical specialists, and interest groups to facilitate the planning and completion of projects which achieve the goals and objectives in the Area Plan.
- e) The members of the Council will promote the activities, projects, and goals of the Council in a positive, professional manner.
- f) The Council will not dictate or assume the jurisdictional authorities of its sponsors.
- g) The Council will cooperate and coordinate planning and development activities with planning organizations.
- h) The Council will set priorities for planning and development compatible with sponsors' needs and available technical and financial resources. These will be detailed in the Area Plan and Annual Plan of Work.
- i) The Council will review proposed projects and adopt projects consistent with the Area Plan.
- j) All projects will be reviewed periodically to determine progress. Projects will be canceled when activity stops on the project plan.
- k) All programs and services of the North Central Washington RC&D are offered on a nondiscriminatory basis, without regard to race, color, national origin, gender, religion, age, disability, political beliefs, sexual orientation, and marital or family status.

Meeting Policy:

- a) Regular full Council meetings will be held quarterly, typically the second Wednesday in January, April, July, and November. The location of the meeting will be the Chelan City Hall located at 135 E. Johnson in Chelan unless another location is designated by the Council. The time will be announced. The Annual meeting will be held each December at a location, date and time determined by the Council.
- b) Executive Board meetings (in person or teleconference) are typically held between the full Council meetings at the discretion of the Council President or by call of the majority of the members of the Executive Board.
- c) All Council and Executive Board meetings will be conducted following Robert's Rules of Order. Minutes will be taken and reviewed/approved at the next meeting by those present.

Travel Policy

Travel by Council members and staff requires careful planning prior to travel to ensure limited travel dollars are spent wisely and comply with funding source agreements or contracts.

- a) Travel is authorized only if funds are available in the budget.
- b) Travel must be pre-approved for Council staff by the Council and for Council members by the Executive Board. Beginning and ending dates, general limits and items to be covered will be specified before travel occurs. Unanticipated travel expenses (weather, illness while enroute, etc.) must be submitted to the Executive Board for review.
- c) Food, lodging, and incidental expenses will be paid based upon actual receipts for such. A per diem rate covering all three items can be specified if circumstances warrant. These will not exceed the Washington State rate for that destination city.
- d) Reimbursement for travel by personal vehicle can be authorized and the Council member is acting as an official representative of the Council. Requests for mileage reimbursement must be made to

the Executive Board prior to the event. The authorized rate will typically be the IRS rate per mile. The Executive Board can set a rate lower than this if conditions or the budget warrants such action. Car pooling is encouraged.

Financial Policy

Dues:

- a) The annual membership dues period goes from January 1 to December 31.
- b) Dues can be prorated for anyone joining during the year if so requested.
- c) Dues are set each year by the Executive Board after careful review of the Council's budget proposal for the next fiscal year. They are currently \$1000 for counties and \$250 for all other sponsors.
- d) The fiscal year for the Council will run from January 1 to December 31 of each year.
- e) An annual, independent audit of the Council's financial resources will be conducted.

Checking:

- a) Checking and Money Market accounts are held at the North Cascades Bank.
- b) A majority of the Council funds will be held in the Money Market account and transferred as needed for monthly expenditures. Transfers of funds from Money Market to checking accounts can be accomplished with one signature.
- c) All members of the Executive Board will be on the check signature card.
- d) Two (2) signatures are required to release a check.

Grant Administration Policy

Becoming a Fiscal Agent for Other Organizations:

The North Central Washington RC&D, a nonprofit, tax-exempt 501(c)(3) corporation, is asked to administer grant funds on behalf of other organizations, as a service in order to facilitate the achievement of local goals and to help put projects on the ground in our service area. When possible, the North Central Washington RC&D Council will support the efforts of other local organizations. The primary consideration for the North Central Washington RC&D Council is that it not jeopardize its status as a 501(c)(3) with the Internal Revenue Service. Second, the North Central Washington RC&D does not take on unnecessary risk. In order to ensure the long-term ability to perform this service, strict grant requirements are adhered to as outlined by each grantor. Though sometimes it is painful to say "No", the Council must understand and live within the requirements set out by the grantor(s) in order to have continued relationships and success.

Who Will be Served:

Grant administration can be performed for sponsor organizations (including incorporated Non-profits and Conservation Districts), and for other public organizations whether they are incorporated, unincorporated, or are government entities. Organizations working with the Council are encouraged to become members and play an active role in RC&D; however, membership is not a requirement. If the organization does not choose to become a member, the proposal must be supported and presented to the full Council by an existing sponsor. The purpose of the organization's project must be consistent with the mission of the Council and the Executive Board and Council must approve the project application.

The Council will not administer grants on behalf of for-profit businesses or other non-public entities.

What Responsibilities Will the Council Accept:

Grant administration can range from acting as a pass-through for project funds and verifying expenditures to being very actively involved in implementing projects. RC&D will work with the local organization requesting administration to determine how to divide responsibilities in each case. Each grant source will stipulate requirements for accounting, reporting and other documentation. The RC&D reserves the right to charge an administrative overhead fee for these services; generally this fee is 10% of the grant total, depending on the commitment and duties of the Council and staff in the agreement.

The Council reserves the right to decline projects which are not well suited to the Annual Plan, the Council's available resources, or those not meeting the intent of the RC&D mission.

Grant Administration Procedures

Requests for grant administration assistance should be made to the Council in writing through a project proposal with basic information about project cost, scope, duration and what specifically the Council will be asked to do. The Executive Board and Council will review the proposals at the regular quarterly meetings. The RC&D Coordinator, Council staff, and sponsor can assist with preparation. Organizations, including members and non-members alike, should not assume that the Council will be the grantee when making application.

A written agreement will be signed by the Council President and the organization implementing the project, in addition to any agreements that need to be signed to satisfy the grantor. The agreement will serve to clarify responsibilities and details of implementing the project. Generally, the requesting organization will designate a contact or liaison to work with Council staff and members.

Implementing the project will not begin until:

- a. All necessary permits are obtained.
- b. The funding agreements have been signed by all parties.
- c. Notification is received that the funds are available from the source

(APPENDIX A) RC&D COUNCIL MEMBER JOB DESCRIPTION

PURPOSE OF POSITION. To represent a sponsoring organization and assist the North Central Washington RC&D Council in working with local citizens, agencies and organizations to identify problems and opportunities within the region. The Council will then create partnerships and develop action plans that can address these problems or opportunities in order to help improve the quality of life in the North Central Washington RC&D service area.

Together with other members, the North Central Washington RC&D Council Members are responsible for all activities of the Council. The Council is solely responsible for determining policy, approving the annual budget, and determining the goals and other business activities.

QUALIFICATIONS. Although no formal qualifications are required, Council members must be concerned with the social, economic and environmental issues of the area. They must have a genuine desire to play an active role in addressing the problems of the service area and in taking a leadership role in making things happen for the betterment of all citizens. Specific experience and/or knowledge in at least one of the following elements would be beneficial to the Council: administration, finance, personnel, program development, evaluation, public relations, legal issues or communications.

SPONSORSHIP. Council members are appointed by a participating sponsor. The Council member represents the sponsor on the Council. The Council member is responsible for bringing the sponsoring organization's issues, concerns and proposed projects to the Council, then reports back to the sponsor. Council members participate in the recruitment and training of new Council sponsors

POLICY ADMINISTRATION. Members continue the legal and corporate existence of the Council as a non-profit corporation 501(c)(3). They ensure the legal requirements are met while conducting Council business and affairs. They are responsible for adopting by-laws and ensuring that the Council operates within them. They act on proposed revisions to the by-laws and adopt policies which determine the purposes, governing principles, functions and activities, and courses of action of the Council. Members assume ultimate responsibility for internal policies which govern the Council.

PLANNING. The Council members develop and follow an Annual Plan, which they revise as needed. The Annual Plan of Work is prepared each year and shows the specific actions the Council members and staff.

EVALUATION. Council members regularly evaluate and review the Council's operations and maintain standards of performance. They monitor the activities of the Council, including: reviewing the reports of standing committees and action teams; confirming, modifying, or rejecting project proposals; providing guidance and oversight to the staff, standing committees, action teams, and the Coordinator; and considering, debating and deciding issues.

PUBLIC AND COMMUNITY RELATIONS. Members give sponsorship and prestige to the Council and inspire confidence in its mission and services. They understand and promote the work and mission of the Council to the community, sponsors, other agencies, and funding sources to achieve the betterment of the North Central Washington RC&D service area.

They encourage the membership of minorities and females on the Council, committees and action teams. They ensure that all people are treated with dignity and respect. All programs and services of the North Central Washington RC&D are offered on a nondiscriminatory basis, without regard to race, color, national origin, gender, religion, age, disability, political beliefs, sexual orientation, and marital or family status.

FINANCE. The members approve and monitor the corporate finances of the Council. They create a financial climate for fulfilling the Council's mission and insure that sufficient funds are available for the Council to meet its mission. They authorize and approve the annual audit and are responsible for all expenditures dealing with Council owned property, projects, and grants unless a special committee has been designated for this purpose.

COMPENSATION. There is no compensation for Council members to attend Council, committee, or action team meetings. On occasion, members will be reimbursed for expenses incurred while completing the duties assigned by the Council.

TIME REQUIREMENTS Council Members attend quarterly Council meetings. They will be asked to attend meetings associated with standing committees, action team, or project reviews to which they volunteer or are assigned. If serving on the Executive Board, they meet on the call of the President or 3 or more members with 5 days notice.

(Appendix B)

North Central Washington RC&D
Project Proposal Application & Letter of Intent

The North Central Washington RC&D primarily accomplishes its mission through projects initiated from its Area and Annual Plans, Committees, Members, and other organizations. This application initiates a request to the NCW RC&D Council to accept this project based on the description below. This also serves as a letter of intent between the NCW RC&D and the Project Proponent.

Date: _____
NCW RC&D Member Sponsor: _____
Name of Project: _____
Name of Proposing Organization: _____
Contact person from your organization:
Name: _____
Address: _____
Phone: _____
E-mail: _____

1. Description of Proposed Project (purpose, problem, opportunity)

2. Benefits Expected

State the specific effects that the completed project will have on the economic, social & environmental well being of the area or its people. What problem or need will be will solved or fulfilled?

3. Types of assistance normally requested of an RC&D can include:

Technical, Planning, Letter of Support for a Project, Assistance from the Coordinator in Facilitating Group Meetings, Seeking Other Partners, Reviewing Completed Grants, Grant Searches, Assistance with Writing Grants, Project Coordination, Serve as a Fiscal Agent, or Administrative Assistance.

What specifically are you asking the RC&D to do in connection with this project?

4. Are there other groups or individuals interested or involved in your project?

If yes, who, and how will they help get the work done?

5. Please list all funding sources you have identified for this project:

6. Direct costs incurred by the RC&D for Administrative Assistance and Accounting must be paid for by either the project proponent, or through the grant being applied for. In addition, to cover over-head expenses, the RC&D requires that a 10% indirect fee be paid to the RC&D where applicable. Does the project proponent agree to this intent? If not, please explain.

7. Please describe a basic Scope of Work for this Project:

| Project Task | Status | Time Line |
|--------------|--------|-----------|
| | | |
| | | |
| | | |

8. Please attach a basic project budget or complete the following:

| Categories | Federal Source | State Source | Private Foundation | Local Cash Match | Local In Kind Match | TOTAL |
|---|----------------|--------------|--------------------|------------------|---------------------|-------|
| Personnel | | | | | | |
| Fringe Benefits | | | | | | |
| Travel | | | | | | |
| Equipment | | | | | | |
| Supplies | | | | | | |
| Office Expenses | | | | | | |
| Contractual | | | | | | |
| Direct RC&D Costs Admin. & Accounting | | | | | | |
| 10% Indirect or Other RCD Costs | | | | | | |
| Other (please specify) | | | | | | |
| TOTAL | | | | | | |

9. Which of the NCW RC&D Council's Area Plan Goals does your project address?

- Water Resource Management _____
Land Resource Management _____
Land Resource Conservation _____
Community Development _____

10. What role will you and/or your group play in completing the work on this project?

11. Who will administer funds if acquired?

_____ Project Proponent, _____ RC&D, or _____ other, please describe: _____

12. Are environmental/permitting elements required by your project?

If so, how are these addressed?

13. If applicable, who will be responsible for continued operation and maintenance of the completed project?

14. The Project Proponent agrees that if the NCW RC&D's 501(c)(3) status is used as a conduit for receipt of grant funds, and those funds are to be used to hire a subcontractor to accomplish the work as identified in this proposal, the selection of a subcontractor to perform such work will be subject to an appropriate bidding process based on the funding source.

Please expand this form as necessary to answer each question completely. Email the completed form to: rcd@communitynet.org. Completed forms must be received no later than one week prior to scheduled RC&D

meetings which occur the 2nd Wednesday of the month in January, April, July, October and December from 10:30-12:00 in the Chelan City Hall, 135 E. Johnson, Chelan Washington. Please arrange to present your project proposal during a NCW RC&D Council meeting.

Signed: _____, Date: _____
Project Proponent Authorized Signature

The North Central Washington RC&D Board of Directors and Council reviewed this application for assistance on _____ and have decided to take the following action on the proposed project:

_____ Accept
_____ Reject
_____ Request additional information

Signed: _____, Date: _____
President, NCW RC&D Council

The North Central Washington Resource Conservation & Development Council is an equal opportunity provider and employer.

Revised 06/19/2012

(APPENDIX C) GLOSSARY OF COMMON ACRONYMS

Federal

BIA - Bureau of Indian Affairs
BLM - Bureau of Land Management
BOR - Bureau of Reclamation
BPA - Bonneville Power Administration
DOC - Dept. of Commerce
Corps/COE/USACE - Army Corps of Engineers
DOE - U.S. Dept. of Energy
EDA - Economic Development Administration
EPA - Environmental Protection Agency
FERC - Federal Energy Regulatory Commission
FS - Forest Service
FSA - Farm Services Agency
FWS - U.S. Fish & Wildlife Service
HUD - Housing & Urban Development
NMFS - National Marine Fisheries Service
NPS - National Park Service
NRCS - Natural Resources Conservation Service
NWPPC - Northwest Power Planning Council
RC&D - Resource Conservation & Development
RD - Rural Development
SBA - Small Business Association
USDA - U.S. Dept. of Agriculture
USGS - U.S. Geological Survey

State

CC - Washington Conservation Commission
CTED - Community Trade & Economic Development
DNR - Department of Natural Resources
DOE - Department of Ecology
DOH - Department of Health
WSDOT - Wash. State Department of Transportation
IAC - Interagency Committee for Outdoor Recreation
IACC - Infrastructure Assistance Coordinating Council
L&I - Department of Labor & Industries
RDC - Rural Development Council
SRFB - Governors Salmon Recovery Funding Board
TIB - Transportation Improvement Board
WACD - Wash. Association of Conservation Districts
WACERT - Washington Community Economic Revitalization Team
WDFW - Washington Dept. of Fish & Wildlife
WSDA - Wash. State Department of Agriculture

Programs & Laws

ESHB 2514 - Watershed Management Act
ESHB 2496 - Salmon Recovery Planning Act
2E2SSB 5595 - Salmon Recovery Funding Act
4 H's - Hatchery, Harvest, Hydropower, & Habitat
404 Permits - Corps wetland fill & removal permits
BA - Biological Assessment for ESA
BMP's - Best Management Practices
CDBG - Community Development Block Grants
CREP - Conservation Reserve Enhancement Program
CRP - Conservation Reserve Program
CWA - Clean Water Act
ESA - Endangered Species Act
GMA - Growth Management Act
JARPA - Joint Aquatic Resource Permit Application
JFE - Jobs For the Environment Program
JITW - Jobs-In-The-Woods Program
NEPA - National Environmental Policy Act
RCW - Revised Code of Washington (Laws)
SEPA - State Environmental Policy Act
SMA - Shoreline Management Act
WAC - Washington Administrative Code (Laws)

Other

AWB - Association of Washington Businesses
AWC - Association of Washington Cities
CCT - Colville Confederated Tribes
CRITFC - Columbia River Inter-Tribal Fish Commission
DU - Ducks Unlimited
EIS - Environmental Impact Statement under NEPA
ESU - Evolutionarily Significant Unit under ESA
GIS - Geographical Information System
HCP - Habitat Conservation Plan under ESA
LWD - Large Woody Debris (for streams)
MOA/MOU - Memorandum of Agreement or Understanding
NWIFC - Northwest Indian Fisheries Commission
NCRTPPO - North Central Regional Transportation Planning Organization
PUD - Public Utility District
SASSI - Salmon & Steelhead Stock Inventory
TFW - Timber, Fish, & Wildlife
TMDL's - Total Maximum Daily Loads under CWA
TNC - The Nature Conservancy
TU - Trout Unlimited
UCSRB - Upper Columbia Salmon Recovery Board
WRIA - Water Resource Inventory Area
WSAC - Washington State Association of Counties

(APPENDIX D) COUNCIL CONSTITUTION AND BY-LAWS

**CONSTITUTION
OF THE
NORTH CENTRAL WASHINGTON
RESOURCE CONSERVATION AND DEVELOPMENT COUNCIL**

The purpose of this organization is to carry out and keep current the Strategic Plan and Objectives of the North Central Washington Resource Conservation and Development (RC&D) Council.

This Area includes the Counties of Chelan, Douglas, and Okanogan and the portion of the Colville Confederated Tribal Reservation in Okanogan County in the state of Washington.

The official RC&D Area Members are the members listed on exhibit #1.

This does not preclude additional members within the area if the members submit applications for planning assistance through proper channels, and the organization agrees to merge with the proposed addition.

Original October 1992

Revised April 2000, November 2002, November 2003, November 2007, January 2009 & October 2011

**BY-LAWS
OF THE
NORTH CENTRAL WASHINGTON
RESOURCE CONSERVATION AND DEVELOPMENT COUNCIL**

ARTICLE I

NAME

Section 1. The name of the organization shall be the North Central Washington Resource Conservation and Development Council hereafter referred to as the Council.

Section 2. The Council is an independent, non-profit, non-partisan, incorporated group having as its primary concern the acceleration of the conservation, development, and proper use of the resources within the North Central Washington RC&D area.

ARTICLE II

BOUNDARIES

Section 1. The North Central Washington RC&D area boundaries include all of Douglas, Okanogan, and Chelan Counties including that portion of the Colville Confederated Tribe Reservation located within the boundaries of Okanogan County.

Section 2. The North Central Washington RC&D area boundaries may be changed to increase or decrease the size of the area provided such changes are agreed upon by an affirmative vote of two-thirds ($\frac{2}{3}$) of the Council at a regular council meeting, and provided such changes are consistent with existing authorities, policies and regulations.

ARTICLE III

PURPOSE AND OBJECTIVES

Section 1. The purpose of this organization is to provide the local leadership required for developing and carrying out a plan for the orderly conservation, improvement, development, and wise use of the natural resources; and for improving the economic opportunities of the people within the North Central Washington RC&D Area.

Section 2. The objectives of the Council are:

- a. To develop, maintain, and carry out the North Central Washington RC&D Strategic Plan in an effort to properly develop and utilize local resources.
- b. To cooperate and assist in carrying out local and regional development plans of other organizations and agencies which enhance the North Central Washington RC&D Area.
- c. To create general awareness, in local people, of the urgency and need for orderly development and conservation of the resources of the area.
- d. To secure the required technical, financial, educational and other services needed to develop and implement the Strategic Plan.

- e. To promote resource conservation, human development and economic development within the meaning of Internal Revenue Code 501(c)(3) or the corresponding provisions of any future United States Internal Revenue Laws.

Section 3. Notwithstanding any other provisions of these articles, this Council shall not carry out any other activities not permitted to be carried out by an organization exempt from Federal Income Tax under Internal Revenue Laws, or as regulated. Articles of Incorporation are hereto attached.

Section 4. All programs and services of the Council are offered on a nondiscriminatory basis, without regard to race, color, national origin, gender, religion, age, disability, political beliefs, sexual orientation, and marital or family status.

ARTICLE IV

MEMBERS

Section 1. Members of the North Central Washington RC&D Area may include the Boards of County Commissioners and Conservation Districts from Chelan, Douglas and Okanogan Counties and the Colville Confederated Tribal Council. In addition, other units of government, organizations, and interested groups with interests in the above named counties may apply for membership. Memberships are also available to individuals, as members at large with voting privileges. The number of members at large is limited to eight (8) positions, two (2) positions from each of the three (3) counties and (2) positions from the Colville Tribe.

Section 2. New members may be added by a two-thirds ($\frac{2}{3}$) majority vote of the Council at a council meeting.

Section 3. To become and remain a sponsor of the Council, the participating organization or individual shall submit membership dues, service fees, or other charges to defray the operational expenses as determined annually by the Council. The designated representative or alternate will actively participate in Council meetings and activities.

Section 4.

- a. An eligible entity may apply for membership by formal request in writing to the Council.
- b. Withdrawal of an entity from membership shall be accomplished by formal notification to the Council provided that such notification of intent is given at least 60 days prior to withdrawal.
- c. Annual membership dues are payable by March 31st of each year unless special arrangements are made with the Council. The Council may, after reviewing the pertinent facts, reduce or eliminate the dues for that year. Voting privileges may be revoked following one (1) year of non-payment or of non-participation by the representative or alternate. The sponsoring organization will be sent a dues reminder and/or asked to designate a new representative prior to losing these voting privileges.
- d. The Council has the option to drop members after two years of non-participation and unpaid dues, by a two-thirds ($\frac{2}{3}$) majority vote of the Council members present at a council meeting. A letter notifying the sponsor of the pending actions and asking them to resume their activity with the Council will be sent prior to the quarterly council meeting in which such an action will take place.
- e. Individual Council Members: An Individual at large council member must be a citizen of one of the counties or member of a tribe affiliated with the Council, be of voting age, and subscribe to and have a working interest in the purpose, mission, and policies of the

Council and have no conflicts of interest or loyalty as a member representative on the Council.

ARTICLE V

OFFICIAL BODIES

Section 1. The official body shall be known as the North Central Washington Resource Conservation & Development Council, which includes an Executive Board, and any special committee(s) deemed necessary by the Council.

Section 2. Officers of the Council shall be the President, Vice President, Secretary, Treasurer, and immediate Past-President; herein referred to as the Executive Board.

Section 3. COUNCIL

- a. The affairs of the NCW RC&D Area shall be managed by the Council members.
- b. **Council members shall be defined as members who pay dues and have full voting privileges.**
- c. The Council shall meet quarterly on the 2nd Wednesday of January, April, July, October, and December, and at the call of the President to conduct the normal business of the council.
- d. The December meeting shall be held for the purpose of election of officers, adoption of an annual Plan of Work, adoption of a budget, and the transaction of such other business that may come before the Council. This meeting shall be known as the Annual Meeting of the Council.
- e. A quorum shall be five **voting** council members or alternates.
- f. The members shall designate their representative and alternate to the Council, preferably in advance of the Annual Meeting.
- g. Special council meetings may be called by a majority of the Executive Board, or by written petition signed by at least fifty percent (50%) of the members. Notice of such special meetings, either in person, by telephone, or by e-mail, shall be given at least 48 hours prior to the meeting and shall specify the time, place and purpose of the meeting.
- h. Voting - Each sponsor shall be entitled to one (1) vote on all actions by the Council.
- i. Council meetings are open to all interested individuals, representatives of clubs, media, groups, and local, state and federal agencies.
- j. Officials representing federal, state, and local governments may serve as technical advisors to the Council or its committees.
- k. Representatives of interested groups and organizations not eligible to become members may serve as affiliate members of the Council. Affiliate members may be appointed to the Council by a two-thirds ($\frac{2}{3}$) majority vote. Affiliate members and technical advisors may serve on resource committees as equal partners, but shall not have voting privileges on the Council level.
- l. All meetings of the Executive Board, Special Council Meetings, and all regularly scheduled meetings of the Council, in person or by teleconference, will be posted at the official website of the Council (www.ncwrcd.org) at least 48 hours prior to the meeting, with location, place, time, or teleconference number and time, made available to the public. Notification to the public that all meeting information can be obtained on the official website will be advertised in the paper(s) of record at least once per year.

Section 4. EXECUTIVE BOARD

- a. The elected officers and the immediate Past-President of the Council shall function as the Executive Board. The RC&D Coordinator shall be an ex-officio member.
- b. The purpose of the Executive Board shall be to conduct emergency business of the Council in the interim of regular council meetings and to conduct such business and discharge such duties as may be further prescribed by the Council.
- c. The Executive Board shall meet as decided by the Council or as declared by the President to be an emergency meeting. A meeting can be held in person, or by teleconference. Decisions made and actions voted upon by a meeting of the Executive Board will be recorded as additions to the minutes of the last meeting of the Council. These minutes will be reviewed and approved at the next meeting of the council by those Executive Committee members present.
- d. The President of the Council shall serve as the President of the Executive Board.
- e. There are no limits to the terms of the officers of the council. Elections shall be held every year at the annual meeting.
- f. Executive Board meetings are open to the public and to any representative of a club, organization, media group, or local, state and federal agency.
- g. A quorum of the Executive Board shall consist of three (3) out of the five (5) officers or their alternates.
- h. Voting - An act of the majority of the quorum shall be the act of the Executive Board.
- i. Any vacancy on the Executive Board caused by death, resignation or otherwise, shall be filled by the vote of the Council members at the next Council meeting to fill that position's term.
- j. Removal - Any member of the Executive Board may be removed for any reason by affirmative vote of two-thirds ($\frac{2}{3}$) majority of the Council members. Said removal may take place at any regular meeting of the Council or at any special meeting called for such purpose.

Section 5. COMMITTEES

- a. The Council may establish standing committees to address resource or economic concerns or action teams to facilitate the completion of projects outlined in the Council's Strategic Plan.
- b. Committee membership shall be open to any individual interested in or having an expertise in a particular resource or economic concern or project. Membership may consist of private citizens and representatives from local organizations, industry, and local, county, state or federal governments within the North Central Washington RC&D Area. All members serve as equal partners within the committee level, but may or may not have voting privileges at the Council level.
- c. Each committee shall elect a chair from its membership whose charge shall include the issuing of instructions, the appointing of members thereon, and providing status reports to the Council on plan development, funding, and implementation activities of the projects. The committee chair does not need to be a member of the Council.
- d. Committees shall have the power to submit projects to the Council and provide input on project applications being submitted to the Council. Only the Executive Board and Council have the authority to approve project proposals.
- e. Each committee will decide when and how often the committee should meet.

ARTICLE VI

DUTIES OF OFFICIAL BODIES

Section 1. The Officers of the Council shall consist of a President, Vice President, Secretary, Treasurer, and immediate Past-President.

- a. President - The President shall be the presiding officer of the Executive Board and the Council. The President shall be responsible for planning and operations subject to the orders of the Executive Board or Council. The President shall discharge all the usual functions of the chief executive officer of a not-for-profit corporation in addition to such powers and duties as prescribed by law, by articles of incorporation and by these By-laws. The Council authorizes the President, to sign and apply for grants and funding opportunities that are intended to implement actions consistent with the Strategic Plan of the Council and are in the best interest of the Council. This authority does not include entering into any binding contracts or agreements without approval of a quorum of the Council. All such grants applied for by the President or Vice President shall be reported to the Council and documented in the minutes of the next official Council meeting.
- b. Vice President - The Vice President shall have such powers and perform such duties as the Council may prescribe, or the President may from time to time, delegate. The Vice President shall temporarily assume the duties of the President in the absence or inability of the President to act.
- c. Secretary - The Secretary shall issue or cause to be issued meeting notices and shall require to be kept minutes of all meetings of the Council and Executive Board. Other duties may be assigned by the Executive Board or the Council. The Secretary shall attest and affix the corporate seal to all documents requiring such action.
- d. Treasurer - The Treasurer shall collect all assessments that may be imposed by the Council upon the members. The Treasurer shall have the care and custody of all funds collected by the Council and shall disburse these only upon the order of the Executive Board. The Treasurer will be an accounting professional, preferably a CPA, under contract to the Council to perform the financial services outlined. In addition to all duties prescribed by law, by the articles of incorporation, by these By-laws, and by the Council, the Treasurer shall:
 1. Furnish at meetings, and whenever requested by the Council, a statement of the financial conditions of the Council.
 2. Deposit all funds in the name of the Council in such bank as may be designated by the Executive Board, and shall establish a checking account so all disbursements must have a joint signature of the Treasurer and other Executive Board member or signature stamp of the Executive Board member.
 3. If the Executive Board of the Council shall so require, the Treasurer shall give bond, in such sum and with such surety as the Executive Board of the Council may direct, for the faithful performance of his/her duties and for the safe custody of the funds and property of the Council into his/her possession.
- e. Immediate Past-President - The immediate Past-President shall provide counsel to the new President; thereby providing continuity for the Council's programs when a change in leadership occurs. If vacated, the Immediate Past-President position can be filled by a Council sponsor member by an affirmative vote of at least two-thirds ($\frac{2}{3}$) of the Council members present at a regularly scheduled Council meeting.
- f. The Executive Board shall appoint a finance committee. The committee shall meet as needed to review monthly budgets, contracts, and cash flow operations and will make recommendations to the Council on all financial issues. The finance committee will also

meet once a year prior to the Annual Meeting to develop a proposed budget for the upcoming fiscal year. The proposed budget will be submitted for approval by the Council at the Annual Meeting.

Section 2. The duties of the Council shall be:

- a. Formulate and approve the goals and objectives which direct the major activities of the Council as outlined in the Strategic Plan.
- b. Adopt projects meeting the goals and objectives of the Strategic Plan and include them in the annual Plan of Work as resources permit.
- c. Conduct and direct the activities of the Council.
- c. Develop, in consultation with the Coordinator, an annual Plan of Work to cover the fiscal year period of January 1 to December 31 each year and carry out this plan of work.
- d. Cooperate with other organizations, corporations, agencies, etc., in planning and carrying out endeavors to improve the social, economic and environmental conditions as outlined in the Strategic Plan.
- e. Direct and authorize the Executive Board to receive and take appropriate action on proposed projects and to expedite existing projects.
- f. Establish committees to address the goals and objectives of the Strategic Plan and to follow through with the planning, funding and implementation of adopted projects.
- g. Formulate policies and guidelines for work being done in the North Central Washington RC&D Area.
- h. Delegate authority, as deemed necessary, to the RC&D Coordinator in carrying out objectives and policies of the Council.

Section 3. The duties of the standing committees and action teams shall be:

- a. Provide guidance to the Council on objectives and actions outlined in the Strategic Plan that will enhance the resources or address the concerns of the region and bring to completion the projects adopted by the Council.
- b. Develop goals and strategies to meet the objectives of the Council for incorporation into the Strategic Plan.
- c. Develop their portion of the activities and projects in the annual Plan of Work which accomplish the goals of the Strategic Plan.
- d. Have the chairman or a representative attend Council meetings and keep the Council up-to-date on activities and projects when appropriate.

ARTICLE VII

OPERATING FUNDS

Section 1. The fiscal year of the Council shall commence on the first (1st) day of January and end on the thirty-first (31st) day of December.

Section 2. The Council shall estimate the amount of monies needed each year to pay for administrative staff and accounting time, purchase paper, pay postage, buy needed material for the Council, and pay out-of-pocket expenses of members to attend meetings. Each sponsoring organization will be asked by the Council to contribute to the operating funds to the extent needed and their resources will permit.

Section 3. The Council shall be authorized and empowered to pay reasonable compensation for services rendered and to make subsistence payments for out-of-pocket expenses to members, the Executive Board, and other private persons on authorized Council business.

Section 4. No part of the finances of the Council shall inure to the benefit of or be distributed to its members, Executive Board, or other private persons, except for legitimate and reasonable expenses incurred in behalf of the Council.

Section 5. Should this corporation be dissolved, all assets of the corporation shall be distributed only to organizations exempt from income tax under the provisions of Section 501(c)(3) under the Internal Revenue Code of 1954, or the Federal government or to the State or local government for a public purpose. No part of the assets of the association shall ever be distributed to or used for the benefit of any members, trustees or officers of the association, or any private individuals or corporations.

Section 6. Gifts and donations may be accepted by the Council.

Section 7. All checks issued shall be signed by the Treasurer and one other member of the Executive Board or signed by the Treasurer with a signature stamp of one other member of the Executive Board.

Section 8. Cooperating and supporting members may contribute to the Council.

Section 9. The North Central Washington RC&D Manual of Accounting Procedures details the accounting policy and procedures to be followed by the members and staff of the Council. Specific instructions related to procedures for internal control; financial management; handling assets, liabilities, and net assets; revenue sources; cost accounting; cost estimating; property management; and compensation are contained therein. Periodic updates will be made to this manual as new situations and regulations dictate by a majority vote of the Executive Board.

ARTICLE VIII

PERSONNEL

Section 1. The Council reserves the right to retain staff to carry forward the projects and programs of the Council within the guidelines set forth in employment contracts or position descriptions and at the direction of the Council and Executive Board as described in Council policies.

ARTICLE IX

PERSONNEL and COUNCIL POLICY MANUALS

Section 1. A Personnel Policy Manual has been developed by the Council to address pertinent personnel issues and to keep its employees informed of their rights and responsibilities. Said manual will serve as the basis for all personnel actions taken by the Council. Periodic updates to the manual will occur by a majority vote of the Executive Board.

Section 2. An Accounting Procedures Manual has been developed and will be maintained to provide guidance on the financial activities of the Council. Periodic updates to the manual will occur by a majority vote of the Executive Board.

Section 3. A Council Member Handbook has been prepared in a concise format to prepare a solid foundation for all of the decisions and actions taken by the Council. Copies will be provided to each Sponsor's representative and alternate when the Council is notified of their appointment. Periodic updates to the handbook will occur by a majority vote of the Executive Board.

ARTICLE X

CHANGE IN BY-LAWS

Section 1. The By-Laws are long range and broad based enough so that frequent changes should not be necessary. However, reviews will be conducted as needed. Recommendations for By-Law changes must be brought before the Council at a regular meeting. A written copy of the proposed changes will then be mailed to each sponsor two weeks prior to a Council meeting. Discussion and revision of the proposed changes will be addressed at the next Council meeting to develop a final version. These By-Laws may be amended or revised by the Council by an affirmative vote of at least two-thirds ($\frac{2}{3}$) of the Council members present.

ARTICLE XI

RULES OF ORDER

Section 1. Robert's Rules of Order, revised, shall be the parliamentary authority for this Council.

ARTICLE XII

SAVINGS CLAUSE AND EFFECTIVE DATE

Section 1. Any portion of these By-Laws found to be contrary to the law shall not invalidate other portions.

Section 2. These By-Laws, as amended, were reviewed and passed as shown by the Council Officers and Council on (ENTER DATE OF COUNCIL MEETING) November 12, 2003, November 14, 2007, January 7th, 2009 and again on October 12, 2011.