

Updated 03/2019

Friends of Big Finn Hill Park Trails Bylaws

(Changed from "The Friends of Big Finn Hill Park Trails Bylaws" in November 2018 to be consistent with reference to group on King County's website)

ARTICLE I – NAME, PURPOSE

Section 1: Organization Name

The name of the organization shall be "Friends of Big Finn Hill Park Trails."

(Approved in November 2018 change from "The Friends of Big Finn Hill Park Trails Bylaws" to be consistent with reference to group on King County's website)

Section 2: Organization Status

The "Friends of Big Finn Hill Park Trails" is a non-profit organization. The "Friends of Big Finn Hill Park Trails" shall not conduct any activities inappropriate for a non-profit organization.

(No change from October 2015 with exception of approval in November 2018 to add quotation marks around "Friends of Big Finn Hill Park Trails" throughout Bylaws to be consistent)

Section 3: Role

The "Friends of Big Finn Hill Park Trails" is committed to assisting King County Parks with disseminating information relating to implementing the "Big Finn Hill Park Trail Plan" as well as current events within the Park.

(No change from October 2015 with exception of approval in November 2018 to add quotation marks around "Friends of Big Finn Hill Park Trails" and "Big Finn Hill Park Trails Plan" and to capitalize "Park")

Section 4: Mission Statement

The "Friends of Big Finn Hill Park Trails" promotes safe, sustainable, multi-use trails within a healthy, natural environment while fostering relationships and engaging the broader community.

(No change from October 2015 with exception of approval in November 2018 to add quotation marks around "Friends of Big Finn Hill Park Trails")

ARTICLE II – PARTICIPATION

Section 1: Participants

Participation in the "Friends of Big Finn Hill Park Trails" group is open to any resident of the region supported by the Park – which includes King County in the State of Washington and surrounding areas – and supporting the purpose and mission of the "Friends of Big Finn Hill Park Trails". Participants may nominate and vote for the Executive Committee as described below.

(No change from October 2015 with exception of approval in November 2018 to reference "Friends of Big Finn Hill Park Trails" consistently and to capitalize "Park" and "State")

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ARTICLE III – MEETINGS & NOTICES

Section 1: Annual Meeting

There shall be an annual meeting which shall take place in the Spring of each year and requires a quorum (participants present shall constitute a quorum) of members. Participants should receive notice of the annual meeting at least thirty (30) days in advance via e-mail (provided the participant has supplied appropriate contact information to the Executive Committee), along with notice posted on the King County website for Big Finn Hill Park. Voting by proxy at the annual meeting is allowed.

(Approved this wording in November 2018 to reflect approved change in October 2016 from "October" to "Spring" in line 1 to allow more flexibility and to clarify procedure actually in use)

Section 2: Executive Committee Meetings

The Executive Committee (defined below) shall hold regular General meetings. Any participant may attend General meetings. Separate from regularly scheduled General meetings, the Chair of the Executive Committee may call General meetings of participants as needed. General meetings may be deferred by a majority vote of the Executive Committee members.

(No change from approved wording in October 2015)

Section 3: Participants

Any participant may attend General meetings. Participants should receive notice of General meetings at least four (4) days via e-mail (provided the participant has supplied appropriate contact information to the Executive Committee), along with notice posted on the King County website for Big Finn Hill Park.

(Approved wording in November 2018 to reflect approved change in October 2016 from "ten (10)" to "four (4) days" in line 2 and to clarify procedure actually in use)

Section 4: Special Meetings

Other than General meetings, the Chair or two Committee members may call Special meetings of the Executive Committee. Special meetings shall follow the same procedures as General meetings regarding minutes and voting. Actions that can be taken during Special meetings are the same as those at General meetings.

(No change from approved wording in October 2015)

Section 5: King County Parks Representation

King County Parks should have a representative at General and Special meetings. A County Park representative is not required for an Executive Committee quorum. A representative of King County Parks, the land steward, will participate in Friends' meetings as a non-voting member.

King County Parks' representative's role is to provide advice, education and ensure all projects are designed, completed and maintained to King County Parks' trail construction and environmental standards. King County Parks will ensure that activities adhere to the approved Trail Plan. In addition, the representative will facilitate communication with King County Parks' management and the broader community.

(No change from approval in October 2015)

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ARTICLE IV – EXECUTIVE COMMITTEE

Section 1: Committee Role, Size, Compensation

The Executive Committee is responsible for overall policy and direction of the “Friends of Big Finn Hill Park Trails” group and delegates responsibility for day-to-day operations to the Committee officers and participants. The Executive Committee will be elected from the participants of the “Friends of Big Finn Hill Park Trails” at an annual meeting of the entire group. The Executive Committee shall have ten (10) members composed of two (2) members from the following Interest Groups which represent the different facets of those interested in Park use and impact – Neighbors, Walkers, Dog Walkers, Bicyclists and At Large members. The number and type of Interest Group may be changed by the Executive Committee. Executive Committee members receive no compensation.

Executive Committee members are responsible for representing the interest of the Interest Group they represent.

Executive Committee members are responsible for communication to and from members of their Interest Group.

(Approved in November 2018 to change “Mountain Bikers” to “Bicyclists” Interest Group to be more inclusive; to change “chairs” to “officers” in line 1 of paragraph 1; and to capitalize “Park” in line 3 of paragraph 1)

Section 1a: “At Large” Interest Group Definition

The role of the “At Large” Interest Group Executive Committee members will be to represent those not represented as Neighbors, Walkers, Dog Walkers or Bicyclists.

(Approved wording in November 2018)

Section 2: Regular Meetings

The Executive Committee shall meet at least four (4) times per year, at an agreed upon time and place. Any “Friends of Big Finn Hill Park Trails” group participant may attend regular Executive Committee meetings. King County Parks should have a representative at Regular and Special meetings.

(Approved in October 2016 change from “monthly” to “at least four (4) times per year” in line 1 to provide flexibility and approved in November 2018 removal of “monthly” preceding “Executive Committee meetings” in line 2 for correctness)

Section 3: Election of Committee Members

One (1) Executive Committee member for each Interest Group will be elected by a simple majority vote of the participants aligned with that Interest Group and present at the annual meeting. In the event that both positions for an Interest Group are vacant, two (2) Executive Committee members will be elected for that Interest Group. Participants may only be aligned with a single Interest Group for purposes of electing Executive Committee members and may only vote for positions in one (1) Interest Group. An Executive Committee member may only represent a single Interest Group.

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In the event of a ballot containing votes for more than one Interest Group, none of the votes on that ballot shall be considered valid.

The vote will be certified by the Executive Committee at the next scheduled regular General meeting with a quorum present. In the event of a tie, for any single position, the outcome will be determined by vote of the Executive Committee by simple majority or by Interest Group as outlined in Section 5.

(Approved wording in June 2017 to clarify procedure in use with exception of approval in November 2018 to change "board meeting" to "regular General meeting" in line 1 of paragraph 3)

Section 3a: Nominations

Candidates will include:

- current Executive Committee members whose terms are expiring and who wish to continue to serve; and
- new candidates who send an email at least two (2) weeks prior to the annual meeting with their intent to serve as an Interest Group representative, along with a short biography and their reason(s) for wanting to align with the particular Interest Group. Emails may be sent to all Executive Committee members directly or forwarded by a current Executive Committee member once received.

(Approved wording in February 2019)

Section 3b: Voting Procedure

A voting committee will monitor and validate the election. The voting committee will be made up of the current Executive Committee Officers and be responsible for verifying:

- any existing Executive Committee members on the ballots are actually those whose terms are currently expiring; and
- any new candidates included on the ballot have met the submission-of-intent-to-serve deadline.

All attendees who want to vote at the annual meeting will be asked to sign in under ONE Interest Group on the sign-in sheet. All other attendees will be asked to sign in under the "Non-Voter Attendee" column on the sign-in sheet.

Ballots will be specific to each Interest Group with only the candidates for that interest group included. Ballots for each Interest Group will be distributed at the time of voting based on the respective Interest Group sign-ins.

The voting committee will verify the ballots by ensuring all ballots returned include one vote per ballot with the name of the voter clearly identified and found on the sign-in sheet under the Interest Group for which s/he is voting. Once votes are tallied, an announcement of the pre-certified results may be made by the Executive Committee Chair at the annual meeting OR an announcement may be deferred until certification by the Executive Committee at the next scheduled regular General meeting with a quorum present.

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Ballots will be retained through certification by the Executive Committee at the next scheduled regular General meeting with a quorum present and until results are recorded and approved in the Minutes of that General meeting.

If there is only one Interest Group candidate on a ballot and that candidate receives zero (0) votes, that position will be considered vacant and resolved as provided in Article IV- Executive Committee-Section 8: Vacancies.

(Approved wording in February 2019)

Section 4: Terms

All Executive Committee members shall serve 2-year terms with the members of an Interest Group serving staggered terms (e.g. Alice and Bob represent Dog Walkers. Alice would serve from 2014-2016 and Bob would serve from 2015-2017). Executive Committee members are eligible for re-election.

(No change from approved wording in October 2015)

Section 5: Executive Committee Quorum and Voting

An Executive Committee meeting must be attended by at least one Executive Committee member for each of the Interest Groups before business can be transacted or motions made or passed. Each Interest Group has one vote. The Executive Committee representatives for an Interest Group may decide on the vote for that Interest Group in any way they choose.

(No change from approved wording in October 2015)

Section 6: Officers and Duties

There shall be three officers of the Executive Committee, consisting of a Chair, Vice Chair and Secretary. Officers will be elected at the next scheduled regular General meeting with a quorum present after the annual meeting. The officers shall be elected by the Executive Committee after certification of the annual meeting elections.

(Approved wording in June 2017 to clarify procedure in use to include newly elected Committee members in the Officers election process with exception of approval in November 2018 to change "board meeting" to "regular General Meeting" in line 1)

Duties of the Chair, Vice Chair and Secretary are as follows:

The Chair shall convene regularly scheduled Committee meetings and shall preside or arrange for other officers to preside at each meeting in the following order: Vice Chair and Secretary. The Chair shall act as the organization's agent, signing and executing all authorized documents.

The Vice Chair will chair committees on special subjects as designated by the Executive Committee.

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The Secretary shall be responsible for keeping records of Committee actions, including overseeing the taking of minutes at all Executive Committee General and Special meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Committee member and assuring that good records are maintained. The Secretary shall maintain a list of committees, their members and the participants of the organization.

(Approved wording in October 2015 with exception of approval in November 2018 to change "Executive Committee and General meetings" to "Executive Committee General and Special meetings" in duties of the Secretary to provide more clarity)

Section 7: Executive Committee Actions

Any action that the Executive Committee is required or permitted to take may be taken without a meeting if all Committee members consent in writing to the action. Such action by written consent shall have the same force and effect as any other validly approved action of the Executive Committee. All such consents shall be filed with the minutes of the proceedings of the Executive Committee.

(No change from approved wording in October 2015)

Section 8: Vacancies

When a vacancy on the Executive Committee exists, nominations for new members may be received from current participants of the "Friends of Big Finn Hill Park Trails" by the Secretary at least two weeks in advance of a regular General meeting. These nominations shall be circulated among participants in advance of a regular General meeting and shall be voted upon by participants in attendance of the General meeting. These vacancies will be filled only to the end of the departing Executive Committee member's term.

(No change from approved wording in October 2015)

Section 9: Resignation, Termination and Absences

Resignation from the Executive Committee must be in writing and received by the Secretary.

A Committee member may be removed after three unexcused absences in a year. An unexcused absence occurs if all of the following occur: no notification, no proxy present. A year is defined as the year between annual meetings. After three unexcused absences, the other member of that Interest Group or other person appointed by the Committee Chair shall contact the errant member. If they do not reply or show no interest, they can be removed by a simple majority vote. Committee members being removed shall be given written notice by the Secretary or other Committee member appointed by the Committee Chair.

An Executive Committee member may be removed for other reasons by 7 out of 9 votes (the evicted member does not get to vote) of the remaining Committee members. The evicted Committee member shall be given written notice by the Secretary or other Committee member appointed by the Committee Chair.

(Approved wording in September 2017 to clarify procedure)

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Section 10: Committees

The Executive Committee may create committees as needed. Chairs of all committees are selected by members of the Executive Committee.

(No change from approved wording in October 2015)

Section 11: Meeting Governance

The rules in the current version of Robert's Rules of Order shall govern the "Friends of Big Finn Hill Park Trails" meetings in all cases to which they are applicable and provided they are not inconsistent with the "Friends of Big Finn Hill Park Trails" Bylaws.

(Approved in November 2018 removal of "The" from name of group to be consistent with reference to group on King County's website and to add quotation marks for consistency throughout Bylaws)

ARTICLE V – AMENDMENTS

Section 1: Amendment to Bylaws

These Bylaws may be amended when necessary by 7 of 10 votes of the participants at the Executive Committee meetings. Proposed amendments must be submitted to all "Friends of Big Finn Hill Park Trails" group participants at least two (2) weeks before being brought to vote. The exception is if an amendment is proposed during an Executive Committee meeting with a quorum of members present, and the quorum agrees to then vote on it.

(Approved in October 2016 to remove "monthly" preceding "Executive Committee meetings" in line 1 . Approved in November 2018 to change "three (3)" to "two (2)" weeks in line 2 to be consistent with time frame required in Article IV-Executive Committee Section 8: Vacancies and to add line 3 to provide flexibility)