

## BYLAWS OF THE MIDDLE JAMES ROUNDTABLE

### I. NAME:

The name of this organization shall be the Middle James Roundtable.

### II. PURPOSE AND DESCRIPTION:

Purpose: Bringing people together to improve the health and water quality of the James River Watershed. Work of the Roundtable shall focus on meeting these goals by improving communication, education, coordination, and organization among the stakeholders.

Description: The Roundtable is a non-profit organization that brings people together to improve the James River watershed. Participants include citizens, businesses, civic organizations, and government—anyone and everyone with an interest in the watershed. The Roundtable is governed by a steering committee that includes representatives from throughout the middle of the James River watershed. **GENERAL**

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### MEMBERSHIP:

Membership in this Roundtable shall be open to all people and organizations that have an interest in the Middle James Watershed. Members shall register and shall have a voice on business raised at the annual meeting. The Steering Committee and Executive Committee shall be the governing bodies of the Roundtable. All decisions made by the Steering Committee and Executive Committee will be by majority vote.

The work of the Roundtable shall be done by committees and persons appointed by the executive committee, and the chair of each committee shall be a member of the Steering Committee, reporting to the Steering Committee on a quarterly basis.

### IV. STEERING COMMITTEE:

- A. Steering committee meetings will be held quarterly.
- B. Total voting membership of the Steering Committee will not exceed 15 members and will contain at least one representative from among each of the following categories:
  - i. Representatives from any of the following stakeholder groups: Agriculture, Aquatic Resources, Conservation Groups, Education, Environmental Groups, Fishing/Hunting Groups, Forest Industry, Industry, Other Recreational Uses, Neighborhood Associations, Faith-based organizations, Real Estate Development, Small Businesses, Tourism and local “grass roots” Watershed Groups and Watershed Citizens.

- ii. Planning District Commissions
- iii. Soil and Water Conservation Districts
- iv. Local Government
- v. State or Federal Government Agencies

In no case shall there be more than six representatives from a single category from ii through v.

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- C. Membership to the Roundtable Steering Committee may either be volunteer or nominated. Steering Committee members will serve a three year term. After one year of absence from the committee, the member can serve a second three year term. A replacement shall be required for a member after the member/ alternate misses two consecutive meetings of the Steering Committee. In addition, if a representative of a local government or Soil and Water Conservation District is no longer in office, a replacement shall be required for the remainder of the term.
- D. For the election in March 2009, appointments will be staggered with five (5) members serving one (1) year; five (5) members serving two (2) years; five (5) members serving three (3) years to ensure that the committee will not experience excessive turnover at any given time. The members elected for a one or two year term shall be allowed to run for a consecutive three year term.
- E. A quorum of the Steering Committee shall be 50% of the Steering Committee for regularly scheduled or special meetings called by the Executive Committee. Decisions will be made by a majority vote.
- F. Steering Committee members shall be entitled to send an alternative representative of their choice in the case of absence. When serving in an official capacity for a regular member, and so notifying the Roundtable Chairperson at the start of any Roundtable meeting, alternates may exercise all rights and privileges at meetings of the represented member.
- G. The new members of the steering committee shall be voted upon at the annual meeting.

## V. EXECUTIVE COMMITTEE:

- A. Executive committee meetings will be held monthly.
- B. Members shall be elected by the steering committee by either a voice vote, or secret ballot. Executive Committee members will serve one year terms but no more than three consecutive terms. A replacement shall be required for a member after the member/alternate misses two consecutive meetings of the Executive Committee.

- C. The Executive Committee shall contain four voting positions being the Chairperson, Vice-Chairperson, Secretary and Treasurer of the Steering Committee. Officers shall be elected each year by the steering committee from the steering committee members. Roles of these officers shall be outlined in the Operating Handbook.
- D. A quorum of the Executive Committee shall be 75% of the Executive Committee for regularly scheduled or special meetings called by the Executive Committee or the Roundtable Coordinator. Decisions will be made by a majority vote.
- E. The Executive Committee shall report all decisions to the Steering Committee.

**VI. PROCESS FOR TERMINATING MEMBERSHIP:**

- A. Roundtable – Any roundtable member can terminate membership by separating themselves from the Roundtable and discontinuing their attendance and participation.
- B. Steering Committee – Any Steering Committee member who wishes to resign shall notify (in writing) the Executive Committee. Upon receipt of the resignation, the Roundtable Executive Committee shall work with the Steering Committee to ensure that the position is filled.
- C. Executive Committee – Any executive committee member who wishes to resign shall notify (in writing) the Executive Committee and Steering Committee. Upon receipt of the resignation the Roundtable Executive Committee shall work with the Steering Committee to ensure that the position is filled.

**VII. ANNUAL MEETING**

An annual meeting shall be held at a location in the watershed within the first six months of each calendar year. Roundtable progress, and general business, is topics of discussion at general meetings.

The new members of the steering committee shall be voted upon at the annual meeting. Any business for the meeting as well as a slate of nominees for the steering committee shall be communicated to the members at least 14 days before the annual meeting. Nominations may be made from the floor. A majority vote of the members present at the annual meeting shall decide the motions. At the first steering committee following the annual meeting, the four officers shall be elected from among the steering committee members.

**VIII. CHANGES IN THE BYLAWS**

These bylaws may be changed by a majority vote of the total steering committee. Any proposed changes to the bylaws must be presented to the whole steering

committee and any employees of the Roundtable no less than three weeks before a convened, face to face meeting of the steering committee.

Members of the steering committee unable to attend may send their vote by email phone call to the meeting or in writing.

**These bylaws were approved by the Steering Committee on May 11, 2009.**

Respectfully submitted by Ida Swenson, acting secretary.