

Coos Watershed Association

Executive Committee Charter

Purpose: The Executive Committee shall consist of the officers of the Board of Directors with the purpose to support the Executive Director, and liaison between the Board of Directors and Executive Director.

Committee Duration: This is a standing committee as identified in Section 3(E) of the Coos Watershed Association Bylaws.

Committee Duties:

- A. Coordinate with the Executive Director to develop plans and ensure the activities of the Association are consistent with its Strategic Framework.
- B. Review the month Associations financial statements.
- C. Annual, and at other times as needed, review the performance of the Executive Director and provide a report and recommendations to the Board of Directors.
- D. Provide for immediate operational decisions on behalf of the Board of Directors when there is insufficient time to notify and meet as a whole.
- E. Plan annual board retreat.
- F. Report all activities to Board of Directors at monthly meeting

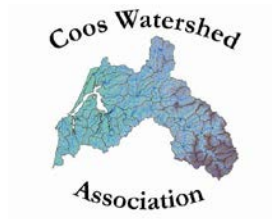
Membership: The Executive Committee shall consist of the President, Vice President, Secretary, Treasurer, immediate Past-President, and Executive Director (as Ex Officio).

Meeting Schedule: The Executive Committee meets monthly, typically the first Tuesday of the month a week prior to the regular board meeting. Agenda topics are identified, and minutes are recorded and tracked by the Secretary. Additional special Executive Committee meetings are scheduled as needed.

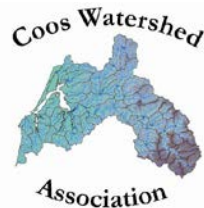
Organizational Interaction: Executive Committee has the Executive Director and Association's Bookkeeper participate in monthly meetings. Board members are invited to participate in meetings as needed. An Executive Committee report is given monthly at the Board of Directors meetings.

Authority: The Governance Committee has the authority to:

- **President:** The President call to order and conducts meetings of the Board of Directors. IN cooperation with the Executive Committee members, the President shall have direct supervision over the Executive Director, and general supervision of the property and affairs of the Association. The President shall co-sign with the Secretary official documents of the Association as a condition of being legally binding.
- **Vice-President:** The Vice-President shall exercise all functions of the office of the President when the President is absent and other duties as assigned.



- Secretary: The Secretary shall sign and be responsible for documenting minutes for all Association Executive Committee and Board of Director meetings, and be the official signature on documents as needed.
- Treasurer: The Treasurer shall review and ensure accuracy of Council financial records and serve as the chairperson of the Finance Committee.
- Past President: The Past President shall serve in a supportive, mentorship capacity to the President and other Executive Committee members through the contribution of experience and knowledge.



Coos Watershed Association

Governance Committee Charter

Purpose: The purpose of the committee is to ensure that the Board is doing its job and doing it well, and if not, come up with suggestions to remedy that. The Governance Committee examines how the Board is functioning, how board members communicate, and whether the Board is fulfilling its responsibilities and living up to the objectives of the organization.

Committee Duration: This is a standing committee as identified in Section E of the Coos Watershed Association Bylaws. Committee members serve two year, staggered and renewable terms.

Committee Duties:

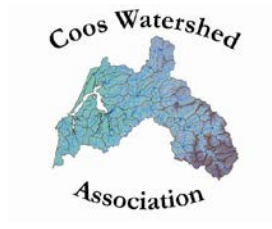
- A. Identify gaps on the board and recruit board members to fill those gaps
- B. Monitor board member attendance
- C. Evaluate board members annually and board effectiveness as needed
- D. Orient and train new board members
- E. On-going education of board members as needed
- F. Administer Grievance Policy as outlined in the policy language
- G. Present board officer nominations for election by the Board
- H. Manage the removal process of a board member if necessary
- I. Facilitate signing of conflict of interest forms by all board members annually and address conflict of interest issues as they arise
- J. Plan annual meeting
- K. Report all activities to Board of Directors at monthly meeting

Membership: Minimum of four board members, including a chair selected by the committee. The Executive Director serves as an ex officio member of the Governance Committee

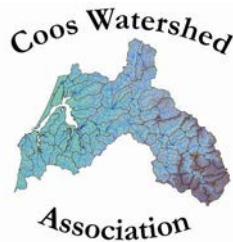
Meeting Schedule: The Governance Committee meets quarterly on the 4th Tuesday of January, April, July, and October. At the January meeting the Governance Committee will propose nominees for officer elections at the February board meeting.

Organizational Interaction: Additional board members are invited to participate in meetings as needed. The Governance Committee report is given quarterly at the Board of Directors meetings.

Authority: The Governance Committee has the authority to:



- Take the lead in conducting evaluations of board members and assessing overall board effectiveness
- Carry out the committee duties as described in the Grievance Policy
- Manage the removal process of board members if needed



Coos Watershed Association
Audit/Finance Committee Charter

Purpose: The purpose of the Finance Committee is to provide guidance to the Coos Watershed Association staff and reports to the Board of Directors to ensure transparency and sound financial policies and practices to support the organization's long-term fiscal viability and sustainability.

Committee Duration: This is a standing committee identified in Section 3(E) of the Coos Watershed Association Bylaws. Members will serve two-year, renewable terms.

Committee Duties:

- A. Review and monitor financial statements.
- B. Provide advice and guidance in the management of funds.
- C. Provide advice and guidance on budget development.
- D. Assist in selection of an independent auditor and oversee audit process.
- E. Assist in review and recommendation of policies for fiscal oversight to deter and monitor for fraud.
- F. Make recommendations on long-term financial obligations to the board.
- G. Make recommendations on non-project related capital purchases over \$5,000.
- H. Oversee long-term investment of funds.
- I. Review and approve compensation package requests
- J. Report all activities to Board of Directors at monthly meeting

Membership: The committee will consist of the treasurer, past treasurer and at least two board members serving staggered terms to ensure continuity. The committee also encourages membership in advisory capacity of one or more citizen(s) at large with expertise in financial planning, budgeting, accounting or management.

Meeting Schedule: The committee will meet quarterly in person and monthly in person or via electronic devices. Quorum is a majority of committee members.

Organizational Interaction: The committee will report monthly on its activities to the board of directors. In addition, the executive director will serve as an ex-officio liaison capacity. The Association bookkeeper will attend meetings and communicate with the committee at the discretion of the executive director and/or committee.

Authority: The committee has decision-making authority to oversee the audit process, and will review and approve financial and online account signing authorities as needed.



Coos Watershed Association Outreach and Education Committee Charter

Purpose: To assist the Association by gaining recognition via public outreach and education to/of the community. The committee will do this by communicating who we are, what we do, and what our purpose and mission are.

Committee Duration: This is a standing committee identified in Section 3(E) of the Coos Watershed Association Bylaws. Each committee member will have a two-year term with unlimited renewals. It is the responsibility of committee members to inform the chair if they do not want to continue the committee after their two-year term has expired.

Committee Duties:

- A. Increase community funding and financial support.
- B. Improve public and professional awareness of the Association.
 - a. Determine the community's needs/wants related to the Association's mission.
 - b. Monitor how the community views the Association.
 - c. Manage the Association's image in the community.
- C. Increase the interface between the Association and the community.
- D. Educate the community on the Association's strategic plan, projects, and programs
 - a. This will empower the community to help the Association reach its goals/mission.
- E. Conduct specific marketing and image efforts, including upgrading/creating a new brand/logo/look/image for the Association.
- F. Report all activities to Board of Directors at monthly meeting

Organization:

Membership: The Outreach and Education Committee shall consist of the no fewer than four board members. Additionally, the Committee shall recruit members from the community at large to strengthen and diversify the committee and to help link the committee to the community. The community members can be at large but should have an interest or skills related to public relations, media, outreach, writing/editing, fundraising, natural resources, education, and an overall desire to help the committee achieve the duties and purpose described above.

The Committee shall appoint a Chair. The Chair must be a board member and serve a term of two years. It is recommended that the Chair change every two years. The Chair may appoint a Co-Chair to assist with duties; the Co-Chair can be either a board or community member. The Committee Chair will be responsible to update the full Board of the committee's activities.

The Association's Education Program Leader and Executive Director shall attend the committee meetings and act as a liaison between the committee and Association.

Committee shall meet once a month, typically this will occur the third Thursday of each month. If there is a schedule change, the Chair shall be in charge of setting the meeting date and time and notifying the committee members.

Authority:

Organize and plan events and approve outreach materials (logos, project outreach material, website design, etc.). The Committee will prepare a budget for the Executive Committee to review and approve if funds are needed for any outreach and education projects.