

CHAPTER GUIDELINES
FOR THE
ST. CROIX VALLEY CHAPTER OF
THE PRAIRIE ENTHUSIASTS, INCORPORATED (TPE)

MISSION STATEMENT

The St. Croix Valley TPE Chapter's mission is:
"The inventory, promotion, restoration and protection of natural prairies in west-central Wisconsin and east-central Minnesota."

CHAPTER AREA

St. Croix Valley TPE Chapter service area includes Pierce, Polk, and St. Croix Counties in Western Wisconsin, and Washington County in Eastern Minnesota.

GOVERNING CONSTITUTION

St. Croix Valley is a member chapter of The Prairie Enthusiasts, Incorporated, and a private non-profit tax-exempt organization committed to the protection and management of native prairie and savanna of the Upper Midwest.

The Prairie Enthusiasts, Incorporated maintains 501-3c status under Federal Identification Number 39-1601574. As a member chapter, we are bound by the Charter and Constitution of The Prairie Enthusiasts, Incorporated which is governed by a Corporate Board of Directors. Hereafter in this document, The Prairie Enthusiasts, Incorporated is referred to as Corporate TPE.

MEETINGS

A. Regular chapter meetings are held monthly January through October, unless otherwise scheduled.

B. Chapter meetings are held at locations within the chapter area. An exception is special meetings for an express purpose (for example, to visit a special prairie remnant).

C. The annual meeting of the chapter is held each fall in the chapter area at a time and place determined by the Board of Directors. At each annual meeting, members will elect board members.

D. Special meetings of the members may be held at any time and place, for any purpose, on call of the President of the Chapter. A petition to the President that is signed by ten percent of the current, paid membership may request special meetings.

E. Special meetings must be announced to the general membership at least ten days prior to being conducted if the purpose of the meeting is to establish or change chapter operating procedures or policies, to change or modify chapter leadership structure, to modify duties assigned to chapter leaders, to elect or re-elect board members.

F. For decisions made at special meetings to conduct such business outlined above to be binding, the special meeting must have a quorum of the current Board and at least ten percent of the current paid membership in attendance; if this condition is met, a simple majority of those present can ratify the decision or recommendation. If a quorum of the current Board and at least ten percent of the current paid membership are not present, the decision can only become binding if the recommendation or question under consideration is a) presented at a subsequent board meeting at which a quorum of the Board and required general members are present or b) it is presented to the full membership for a vote by mail ballot. A decision or recommendation can be ratified by an affirmative mail ballot vote by a simple majority of the current paid membership.

G. The President, and in his/her absence, the Vice President, and in their absence any member chosen by the members present, shall call any meeting of the members to order and shall act as chairperson of the meeting. In the absence of the Secretary, the presiding chair may appoint any other member to act as secretary of the meeting.

BOARD OF DIRECTORS

A. The Chapter Board of Directors manages the affairs of the Chapter.

B. The Chapter Board of Directors is elected by the general membership by simple majority vote of the current paid membership of the chapter present at the designated fall election meeting. A minimum of three and maximum of nine (9) board members are elected.

C. The Chapter Board of Directors appoints members to the officer and leadership positions.

D. The Board of Directors consists the following

officers:

- President
- Vice President
- Treasurer

and the following leadership positions:

- Secretary
- Communications Director
- Education Director
- Fund-Raising Director
- Land Management Director

E. The Board of Directors of the Chapter are elected each fall, no later than December 15. Nominations for each open position must be communicated to the membership at least ten days before the meeting at which the election is held.

F. Each Board member will hold office for two calendar years following their election for a term of one year.

G. Board members may be nominated by either of the following means:

- A nominations committee established by the chapter board of directors to identify potential chapter leaders from among the current paid membership. This Nominations Committee will include at least one chapter member who does not serve on the current chapter board and may include one current board member.
- Any paid member can nominate any paid member by notifying the nomination committee during the nomination period.

H. Board members need not be residents of Minnesota or Wisconsin.

I. A Board member may resign at any time by notifying the President or the Secretary of the Chapter. The Board of Directors may choose an interim member to fill the balance of the term of the position vacated, or may declare a special election to fill the open position(s). Impending special elections must be communicated to the current paid membership 30 days prior to said elections to facilitate nomination(s) of suitable candidates for the open position(s). These nominations must be received by the chapter secretary 15 days prior to the special elections so that the nominee(s) may be presented to the general membership prior to the special elections meeting.

J. The presence of half-plus-one of the (5) Board members constitutes a quorum for the transaction of business at any meeting of the Board.

K. The Board of Directors, by resolution adopted by majority vote, may create Committees, direct such committees, and establish the duties of those committees.

L. The Board of Directors may dissolve committees.

M. Board members who have more than two unexcused absences from regular Chapter meetings and/or Board of Directors meetings in a calendar year may be asked to resign their post.

OFFICERS

The principal officers of the chapter are the President, Vice President, and Treasurer. The principal officers serve as the day-to-day operational managers of the chapter's affairs.

President

The President is the principal executive officer of the chapter and, subject to the control of the Board of Directors, supervises and controls all of the business and affairs of the chapter.

If chapter business decisions are to be approved by the general membership at a chapter meeting, the President establishes the agenda for the said meeting and provides this information to the Communications Director to communicate to the general membership in a timely manner.

The President presides at chapter board meetings, and establishes the agenda of business to be conducted; the President provides agenda information to the Secretary to be communicated to the current board members at least ten days prior to the meeting.

The President votes at board meetings only in the event of a tie.

The President will represent the chapter at meetings of the Corporate TPE Board of Directors; if unable to participate, the President may designate the Secretary, Treasurer, or another person from the current Board of Directors to participate in his/her stead for the year. When applicable, the President (or other current chapter representative to the Corporate TPE Board) will distribute copies of the Corporate TPE Board

minutes to the chapter Board of Directors.

The President also serves as the chapter's primary liaison with the media. The President should stay abreast of current issues facing the region that relate to our chapter's mission.

Vice President

The Vice President acts as a mentor and guide to current officers by helping to maintain continuity of chapter vision, policies, procedures, and practices.

The Vice President may represent the chapter at meetings of the Corporate TPE Board of Directors; if unable to participate, the Vice President may designate the Secretary or another person from the current Board of Directors to participate in his/her stead for the year.

The Vice President may be asked to supervise designated portions of the chapter's affairs. If so, the areas of responsibility will be communicated to the general membership.

The Vice President, in the absence of the President or his/her inability to act, shall perform the duties of the President and when so acting, shall have all the powers of and be subject to all the restrictions of the President.

The Vice President may be asked to supervise designated portions of the chapter's affairs (such as the silent auction and raffle at the annual TPE banquet); if so, this area of responsibility should be communicated to the general membership. The Vice President is responsible for organizing the annual chapter elections of board members.

Treasurer

The Treasurer keeps the chapter's financial records. The President or Board of Directors may assign other duties to the Treasurer; if so, this area of responsibility will be communicated to the general membership.

Specific responsibilities of the Treasurer include: be responsible for tracking the chapter assets and accounts; provide timely reports on balances of checking, savings and special accounts; and serve as chapter liaison with the Corporate TPE Treasurer.

Specific tasks for which the Treasurer is responsible may be re-assigned to another chapter member; if so, this delegation of tasks will be communicated to the general membership.

Secretary

Specific responsibilities of the chapter Secretary include:

1. Keeping the minutes of the chapter board of directors' meetings.
2. Acting as custodian of the chapter history.
3. At least ten days before each chapter meeting, announcing to the general membership the meeting agenda and the previous board meeting's minutes; this announcement can be via the web, email, or U. S. Postal mail.
4. Maintaining chapter membership records and producing the chapter membership directory or roster.
5. Acting as chapter liaison with Corporate TPE's Secretary and Membership Director.

Specific tasks for which the Secretary is responsible may be re-assigned to another chapter member (such as a chapter archivist for recording chapter activities). If so, this delegation of tasks will be communicated to the general membership

DIRECTORS

Each committee will be asked to submit an annual budget for operating expenses to the Board of Directors for initial review at the first board meeting after the annual election of board members. The Director for each committee organizes his/her committee activities and schedules, and is responsible for the committee budget. All policy decisions and recommendations prepared by committees will be presented to the Chapter Board for approval before implementation.

Education Committee

The Education Director serves as chair of the Education Committee.

The education committee is responsible for:

1. Planning informational or educational presentations at chapter meetings.
2. Managing the chapter resource library of books and videotapes available to chapter members.
3. Developing and managing the materials used in presentations to community groups.
4. Organizing organize a speaker's bureau to conduct external presentations.
5. Choosing to direct community outreach educational activities such as special workshops, conferences or lectures that promote the general distribution of information about the prairie ecosystem and educate the public about issues

related to our chapter mission.

Fund-Raising Committee

The Fund-Raising Director serves as chair of the Fund-Raising Committee.

The education committee is responsible for:

1. Generating revenues for use in support of chapter activities. This charge includes, but is not limited to, obtaining items for the silent auction and raffle at the Corporate TPE annual banquet.
2. When asked, raising funds asked to raise funds for specific activities, equipment purchases, or land acquisitions that are deemed consistent with our chapter mission.

Land Management Committee

The Land Management Director serves as chair of the Land Management Committee.

The land management committee is responsible for:

1. Directing chapter stewardship activities on specific properties to fulfill each property's management plan.
2. Preparing management plans for evaluation by the TPE Corporate Board of Directors as properties to be managed. by the chapter.

Communications Committee

The Communications Director serves as chair of the Communications Committee.

The Communications Director serves as chapter liaison with the Corporate TPE web site coordinator, or in the absence of such a position, with the other web site coordinators from the other TPE chapters.

The Communications Director serves (or designates a committee member to serve) on the editorial staff for the Corporate TPE quarterly newsletter, The Prairie Promoter, and is responsible for submitting information about our chapter's activities for inclusion in The Prairie Promoter.

The chapter communications committee is responsible for:

1. Dispersing information about chapter events to the membership and the public. These activities may include: a) preparation and distribution of chapter newsletters, b) preparation and distribution of media press releases, and c) maintenance of the chapter web site.

CHANGING CHAPTER GUIDELINES, POLICIES AND PROCEDURES

Proposed amendments to these Chapter Guidelines must be submitted in writing to the Chapter Board of Directors for consideration. Upon two-thirds approval of the Board of Directors, written notification of the proposed Guidelines changes will be communicated to the membership at least ten days before the next general membership meeting.

Chapter Guidelines may be amended by a simple majority vote of the current paid membership in attendance at the meeting at which the proposed change is on the published agenda.

A proposed change to these Guidelines may be presented directly to the current paid membership for vote at the Fall annual meeting without prior approval of two-thirds of the Board of Directors if a written petition for the change is signed by a simple majority of the current paid membership and presented to any current member of the Board of Directors. In this event, the proposed change to the Guidelines must be communicated in writing to the most current address that is available for each current paid member. Arguments for and against the proposal may be presented in writing at the same time.

Policies and procedures for day-to-day operation of the Chapter are determined by a simple majority vote of the Board of Directors. Changes in procedures, where applicable, will be communicated to the general membership in a timely manner.

DISPOSITION OF ASSETS UPON DISSOLUTION

In the event of the dissolution of the St. Croix Valley Chapter of The Prairie Enthusiasts, or if it ceases to carry out its mission and purpose, the property and assets owned by the chapter will be transferred to the TPE Corporate Treasury.

These CHAPTER GUIDELINES have been accepted by the current officers, directors and members of the St. Croix Valley Chapter of The Prairie Enthusiasts, Incorporated as our chapter guidelines:

Evanne Hunt

President [date]

Mike Miller

Vice President [date]

Harvey Halvorson

Treasurer [date]