

BYLAWS

Article I - Name

1.1 The name of the Corporation is the Upper Snoqualmie Valley Elk Management Group, hereinafter referred to as the "USVEMG," or "Group."

Article II - Mission and Goals

1.2 The mission of the USVEMG is to work collaboratively to minimize property damage and public safety risks associated with the Snoqualmie Valley elk sub-herds of the North Rainier Elk Herd, and to manage these elk for a variety of recreational, educational and aesthetic purposes including hunting, scientific study, cultural and ceremonial uses by Native Americans, wildlife viewing and photography.

2.2 The USVEMG is organized exclusively for charitable, educational and scientific research purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. It has established several coequal goals to accomplish its mission.

2.2.1 Goal: Conduct research on the local elk herd and coordinate with State and Point Elliot Treaty Indian Tribes' wildlife agencies which have concurrent jurisdiction in the study area, to develop an adaptable, sustainable long-term elk management plan for the Upper Snoqualmie Valley.

2.2.2 Goal: Record agricultural and personal property damage, combine it with other elk research data, and develop strategies and programs to reduce elk depredation and the number of elk/motor vehicle accidents.

2.2.3 Goal: Educate the public, its elected officials, and its members about the local elk herd. The results of these studies and research will be widely shared with the public, and USVEMG stakeholders. Elected officials will be provided information which may be used to enhance public safety, zoning and land use decisions. Other public awareness initiatives will target educators, teachers and students to inform them of the needs of elk in our area and how humans can minimize conflict with them and learn to live with wildlife.

2.2.4 Goal: Encourage property owners and land managers to work together to improve winter habitat for elk which is outside the valley floor and rural cities boundaries. Partnerships with individual landowners, commercial forest entities, Washington Department of Natural Resources, Washington Department of Fish and Wildlife, U.S. Forest Service and the Indian Tribes are envisioned and may contribute to improved habitat conditions.

2.2.5 Goal: Improve public safety by reducing the frequency of life threatening elk/vehicle collisions and elk/human conflicts. The USVEMG's elk research analysis will assist state, county, and cities to identify locations where elk and vehicles may be more

likely to collide. Likewise, elk/human conflicts will be analyzed. Appropriate precautionary measures may then be planned and implemented.

2.3 In order to accomplish the foregoing goals, the Group will do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, or attainment of the foregoing goals, either directly or indirectly and either alone or in conjunction or cooperation with others, whether such other be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or government bureaus, departments or agencies.

2.4 Notwithstanding any other provisions of these articles, this Group shall not engage in any activities or exercise any powers not in furtherance of Section 501(c)(3) purposes.

Article III - Membership

3.1 Classes of membership shall be active, inactive, and honorary. All active members have paid their dues. Inactive members are those who have not paid their current dues. Honorary members are nominated from the "Group as a whole," approved by the Board and pay no dues.

3.2 Membership is open to all interested persons who pay the annual dues of \$10 or purchase tiered annual memberships at rates established by the Board where the amount in excess of \$10 is deemed a donation, or life membership. Life memberships are effective for life and cost \$250.

3.3 Official representatives of governmental entities, or Indian Tribes are members without a dues assessment. Membership runs from July 1 through June 30 of each year and begins in 2009. Non-members may attend meetings of the "Group as a whole," but only as observers. They enjoy no right to recognition by the President, or Presiding Officer.

Article IV - Meetings

4.1 At least six meetings of the Group shall be held per year, open to all wishing to attend, and governed by the bylaws and conducted using the most current version of Robert's Rules of Order.

4.2 Both Officers and BOD members are voting members of the Group and shall collectively be known as the "Board." A simple majority of the Board's (14) voting members, shall constitute a quorum. Unless otherwise specified, the vote of the majority present at a regular or special meeting shall constitute the will of the Group.

4.3 The President may call special meetings of the Board but must give at least three days advance notice before the meeting date. The BOD may request that special meetings be scheduled. Emergency or very urgent actions may be approved via

telephone or emails; however, they must be formalized and entered into the record at the next special or regular meeting.

4.4 Members of the Board, or any properly designated committee, may participate in a meeting by means of a conference telephone or similar communications equipment. All persons participating in the meeting must be able to hear each other at the same time. Similarly, such meetings may be held via the Internet wherein video and voice may be simultaneously seen and heard by participants. Participation by such means shall constitute presence in person at the meeting.

Article V - Leadership Organization

5.1 The business, operation, and affairs of the Group shall be managed and controlled by the Board, As stated in paragraph 4.2 above, the Board consists of the officers and Board of Directors. All are volunteers and work without pay of any kind, or in kind.

Article VI - Board of Directors

6.1 The Board of Directors (BOD) shall consist of not more than ten group members. See Attachment 1: "Board of Directors" for a listing of authorized BOD positions. The BOD is authorized to appoint ex-officio members to the BOD; however, these members do not have voting privileges. Ex-officio members are usually representatives of a governmental entity or interest group and are listed in Attachment 1.

6.2 The regular term of office for all BOD members shall be one year, unless earlier terminated by affirmative vote of two-thirds of the Board. There are no term limits.

6.3 Vacancies in the BOD will be nominated by the agency or interest group and confirmed by a majority vote of the BOD. A new member, thus elected, shall serve the remaining term of his/her predecessor and then may stand for election to a one year term. Citizens at large may be nominated by the members.

Article VII - Officers

7.1 Officer positions include President, Vice President, Secretary, Treasurer and Chairpersons of the three operational committees described in Article VIII, below. Terms will be for one year, except the Treasurer who will serve a two year term. Election of the nominee will be by majority vote of the Board. There are no term limits. Officers may be nominated from the "Group as a whole." An officer may not fill two positions, thus if a BOD member is elected to be an officer, he/she must vacate their BOD position and vice versa. Officers primary functions are:

7.1.1 Plan, schedule, and conduct regular meetings of the Group. Prepare agendas for all meetings of the "Group as a whole" and the Board.

7.1.2 Record minutes of meetings and all votes and disseminate to the Group. Maintain correspondence and computer files of the Group.

7.1.3 Control and record all financial transactions of the Group.

7.1.4 Participate in all discussions of the Board and vote.

7.1.5 The President shall create and direct and administrative "Program and Budget Committee" to prepare a proposed three-year program and annual budget for the Corporation. The program and the budget shall be approved each year by the Board.

7.1.6 Coordinate Group activities with all stakeholders and regularly communicate USVEMG's activities to local communities, elected officials, and community leaders.

Article VIII - Committees

8.1 The group shall have a minimum of three operational committees. These shall be an Elk Research and Management Committee, a Public Awareness, Outreach and Education Committee, and a Land and People Management Committee. Committee chairpersons will be selected by popular vote of committee volunteers. Committees shall conduct activities consistent with their assigned functions and make recommendations to the Board when actions are required that impact resources, policy guidance, and external committee coordination. They shall report to the Board monthly on past, current, and future activities. The committees may create subcommittees.

8.1.1 Elk Research and Management Committee functions are:

8.1.1.1 Conduct and facilitate basic research on the Snoqualmie Valley elk sub-herd.

8.1.1.2 Document and track elk damage issues, and assess non-lethal and lethal means of managing elk population size.

8.1.1.3 Recommend elk harvest options and mechanisms to assure public safety during hunting season and special hunts.

8.1.1.4 Assist with the development of a sustainable, adaptable long-term elk management plan.

8.1.2 Public Awareness, Outreach and Education Committee functions are:

8.1.2.1 Create outreach materials and press releases to make reasonably sure all interested individuals have the opportunity to be involved in the process.

8.1.2.2 Help the community understand elk management concepts/efforts and that management of the elk in the valley is a community responsibility.

8.1.2.3 Work with the local schools and organizations to involve faculty, students and interested individuals in the process of elk management.

8.1.2.4 Create and maintain a website, with the goal of providing objective and unbiased information to its members and the public.

8.1.2.5 Assist with the development of a sustainable, adaptable long-term elk management plan.

8.1.3 Land and People Management Committee functions are:

8.1.3.1 Review elk/land use issues and make recommendations regarding them to city, county, and relevant state and federal agencies including the following:

8.1.3.1.1 Collect and analyze land use information regarding appropriate locations for elk habitat enhancement in areas away from primary human settlement to draw elk out of the Snoqualmie Valley where the majority of elk damage and conflicts with humans is occurring.

8.1.3.1.2 Use elk habitat and migration information, as generated through the research coordinated by the Elk Research and Management Committee and other sources, to provide recommendations on essential elk migration and habitat corridors through urbanized areas.

8.1.3.1.3 Collect information on and map all known incidents of elk/vehicle collisions over the past five years and annually thereafter; integrate with other research data and provide to state, county, and cities to use in assessing zoning considerations and safety needs.

8.1.3.1.4 Describe and document negative impacts to recreation (e.g. sports fields, golf courses, and public trails) that elk may create in the area and provide recommendations for addressing such impacts.

8.1.3.1.5 Describe and pursue benefits (e.g. elk viewing, tourism) that elk may bring to the area and participate with community organizations to enhance these benefits.

8.1.3.2 Assess public perspectives concerning the valley elk herd and management options.

8.1.3.3 Assist with the development of a sustainable, adaptable long-term elk management plan.

Article IX - Financial Provisions

9.1 Investment and Distribution. The Group shall have the right to retain all or any part of securities or property--real or personal, tangible or intangible--acquired by it or

donated to it and to invest or reinvest any funds held by it according to the judgment of the Board. However, no action shall be taken by or on behalf of the Group if such an action is a prohibited transaction or would result in the denial or revocation of a tax exemption under Section 501(c)(3) of the Internal Revenue Code and the regulations promulgated as a result.

9.2 Signing Financial Documents. All checks, drafts, or other orders for payment of money or evidences of indebtedness issued in the name of the Group shall be signed by the treasurer, unless incapacitated, or unavailable for two weeks or more, in which case, and an alternate officer and a designated Board member may sign. Checks or instruments for more than \$200 will always be signed by two authorized members, one of which must be the president or treasurer.

9.3 Expenditures may not exceed income, except where they are guaranteed via a reimbursement agreement. All expenditures must be authorized by the budget or approved on a case by case basis by the Board. Authorization for expenditures must be documented in the minutes of the meeting wherein authorized.

9.4 Deposits. Funds of the Group shall be deposited in a timely manner in a financial institution as the Board may select. The Group's financial records and checkbook shall be the daily responsibility of the Treasurer; however, the Group's financial records must be audited each year in January by a special audit committee appointed by the Board. This committee will report audit results to the Board in February of each year.

9.5 The Board may accept on behalf of the Group a contribution, gift, grant, or device for the general purposes or for any special purpose of the Group.

Article X - Administration

10.1 Any or all of these bylaws may be altered, amended, repealed, or suspended by a two-thirds majority vote of the Board members at any regular or special meeting; however, said changes must be presented to the Board at two different meetings, before enacted. Proposed changes to the bylaws must be provided to the Board five days prior to any meeting to discuss or consider them.

10.2 These Bylaws were adopted by a two-thirds majority vote of the USVEMG Voting Stakeholders on June 10, 2009. Future changes must be approved by a two-thirds majority vote of the Board.

Updated 10/10/2014, Jim Gildersleeve, Secretary