

# **BYLAWS OF WEST LAFAYETTE TREE FRIENDS**

## **Article I – Name**

Section 1 – The name of this organization is West Lafayette Tree Friends. For this (WLTF) shall refer to West Lafayette Tree Friends.

Section 2 – The organization is created by West Lafayette City Ordinance, Chapter 10, Article III, Division 1; Section 10-283.

Section 3 – The location of WLTF shall be Margerum City Hall, 222 North Chauncey Avenue, West Lafayette, IN 47906, or such other address as the Executive Committee may fix.

Section 4 – WLTF, as stated in City Code Chapter 10, Article III, Division 1, “is a voluntary organization formed for the purpose of planting shade trees along public streets of the city. It is supported by voluntary contributions and is run by volunteers.” Funds for purchasing, planting, and growing trees as well as equipment, software, hiring of employees by WLTF, and other needs are determined and approved by the Executive Committee under the established policy and procedure of the Indiana State Board of Accounts, and the city’s board of public works and safety.

## **Article II – Voting Members**

Individuals who have attended at least six (6) monthly meetings in the previous 12 months will be eligible to vote at the subsequent meeting. Voting Members provide guidance on business and financial matters before WLTF, approve the annual budget , and elect officers of the Executive Committee. The membership of this class is defined by attendance records maintained by the Secretary. Attendance includes virtual meetings as well as in-person monthly meetings.

## **Article III – Meetings**

Section 1 – Regular Monthly Meetings – to be held on a monthly basis unless cancelled by Executive Committee. Attendance may be via video/audio teleconference (virtual). Monthly meetings shall be held on the second Tuesday at noon in Margerum City Hall, or such location, date and time as decided by the Executive Committee. Notice by email shall be given in advance.

Section 2. Special meetings – A special meeting can be requested by any Voting Member. Voting Members will be notified electronically. A majority of Voting Members must approve the request for a meeting. Notice must be given at least three (3) days before a proposed meeting and shall be electronic. The special meeting may be virtual or in-person.

Section 3 – Quorum – At least 50% of Voting Members must be present to have a quorum at a monthly meeting or special meeting.

#### Article IV: Executive Committee

Section 1 – Election of Executive Committee officers. An Executive Committee officer must be a Voting Member and be elected by a majority of Voting Members.

Section 2 – Composition of Executive Committee. Elected officers includes Chair, Vice-Chair, Secretary, Treasurer and Member-At-Large. Chairs of Standing Committees serve on the Executive Committee and are appointed by the Chair of the Executive Committee. A quorum for doing business shall be a majority of Executive Committee members.

Section 3 – Executive Committee shall meet at least once each quarter in person or virtually. Special meetings may be called by Chair. Notice shall be given at least 4 days in advance by email.

Section 4 – Term of Executive Committee member – Each Executive Committee officer shall serve for a term of two years and shall be elected by Voting Members at the December monthly meeting. Election of the Chair, Vice-Chair and Member-At-Large shall be held on alternate years to the election of the Secretary and Treasurer. With the exception of the Chair, each member of the Executive Committee may serve successive terms in office. The Chair may serve no more than two consecutive terms.

Section 5 – Vacancies – Vacancies shall be filled by remaining Executive Committee members. A letter of resignation shall be submitted to the Chair or Secretary. The Voting Member appointed to fill the vacancy shall serve for the unexpired term of the predecessor. If the Chair resigns, the Vice-Chair shall assume the office of Chair.

Section 6 – Meetings – all meetings of the Executive Committee shall be held at a time and place convenient for Executive Committee member attendance. Meetings may be held virtually. Notice shall be given at least 4 days in advance by email.

Section 7 – Powers of the Executive Committee – The Executive Committee shall have full power and authority over business activities, general operations, and financial matters within the approved budget of the WLTF.

Section 9 – Removal of an Executive Committee member shall be carried out at a Special Meeting. A 2/3 vote of Voting Members present is required for removal.

Section 10 – Compensation – No individual Executive Committee member shall be remunerated for any act of service done on behalf of WLTF. However, nothing shall prohibit reimbursement of Executive Committee members for expenses incurred on behalf of WLTF.

Section 11 – All debts incurred under the approved budget must be submitted to the WLTF Treasurer for approval. Payment of debts shall be made after the Treasurer notifies the City liaison. Budget to be presented to Executive Committee and approved by a majority of Voting Members before the start of the fiscal year.

Section 12 – Ex officio member. The West Lafayette city liaison shall serve as an ex officio, non-voting member of the Executive Committee.

#### ARTICLE V – Officers

Section 1 – Officers shall be elected from the Voting Members by a majority vote of the eligible members present at the December monthly meeting. In case of postponement, election to be held at next regular meeting. Each officer shall hold office for a term of two years. Any vacancy occurring shall be filled by the Executive Committee at the next meeting and Voting Member selected shall serve for the unexpired term of the predecessor. The Executive Committee may appoint additional subordinate officers/advisors from time to time as may be advisable. Removal of an Executive Committee officer shall be carried out at a Special Meeting. A 2/3 vote of Voting Members present is required for removal.

Section 2 – Chair – Presides at all regular meetings, all special meetings, and meetings of the Executive Committee. Appoints committee chairs, monitors and coordinates WLTF programs, and represents the organization to the community at large.

Section 3 – Vice Chair – Vice Chair shall perform all duties of the Chair in the absence of that officer.

Section 4 – Secretary – Shall keep records of proceedings of all Regular and Special meetings, maintain the eligible Voting Member list and attendance records, and perform all duties as are usually part of the office.

Section 5 – Treasurer – Shall present a report of finance condition at every regular meeting. Shall receive all requests for payment of debts and notify the City liaison to ensure debts are paid and all funds of the organization are properly deposited. Treasurer shall submit proposed budget to the Executive Committee. Voting Members approve the budget at the November monthly meeting.

Section 6 – The Chair shall appoint a nominating committee to prepare a slate of nominees at the November meeting. Nominations may be made from the floor with the approval of the nominee.

## ARTICLE VI – Standing Committees

WLTF shall have the following standing committees – Communications Committee and Fundraising Committee. The Chair of the Executive Committee shall appoint Standing Committee chairs. Standing Committee Chairs serve on the Executive Committee and may serve consecutive terms. The Executive Committee has the power to remove Standing Committee chairs with a majority vote of the Executive Committee.

ARTICLE VII – Voting Members of WLTF shall have the power to make, alter, repeal, or amend bylaws of the WLTF. An amendment to the bylaws shall be presented at a regular meeting. Notice of the proposed amendment shall be sent to the voting membership at least one week prior to the next regular meeting. A 2/3 vote of Voting Members is required to approve an amendment.

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**Approved October 12, 2021**