

FINDINGS

WHEREAS, in the twenty-first century there needs to be a wholesale, fundamental change in the federal government's orientation toward water resources to primarily protect and restore damaged ecosystems by improving hydrologic functioning, community protection, and protection of valuable aquatic and terrestrial habitats; and

WHEREAS, current water resources management often ignores more economically efficient and preventative approaches to resource needs, and

WHEREAS, for the past two centuries, water resource development in the United States has attempted to manipulate and control nature at great expense, rather than integrate development with natural systems; and

WHEREAS, due to the failings and costs of water resource development, management and regulation, aquatic and terrestrial ecosystems are dying, communities are more at risk from sea level rise and increasingly severe storms and droughts, and there is a need to protect healthy ecosystems and restore degraded ecosystems; and

WHEREAS, numerous non-governmental organizations (NGO's) are engaged in working to reform water resource policies and programs and create a strategic network that integrates the strengths of NGOs from the grassroots, regional and national levels, while respecting the interests of each individual NGO; and

WHEREAS, the NGOs seek to design a structure for a network (hereinafter "Network") that is democratic, enhances mutual learning and understanding, stimulates shared leadership, builds trust among the NGOs, and empowers the NGOs, individually and collectively, in their efforts to reform and improve water resources policy in the United States; and

WHEREAS, the NGOs seek a Network that will enhance and strengthen local efforts by providing support and additional capacity through cooperative partnerships between local/regional organizations and national groups; and

WHEREAS, the NGOs seek to develop multiple strategies designed to achieve the desired results and outcomes agreed to by the Network.

NOW THEREFORE, the NGOs agree, in general, as follows:

**ARTICLE I
MISSION AND PURPOSE**

MISSION STATEMENT: The Water Protection Network works to ensure that water policies and projects are environmentally and economically sound.

OUR PURPOSE: The Network works to advocate changes in the America’s water resources policies and practices. The Network seeks to assist and support member organizations in understanding and dealing with water resources policies and improve their effectiveness by providing technical, legal and other support, and by providing timely information to assist groups participating in federal, state and local policy decision-making.

ARTICLE II GOVERNANCE STRUCTURE

A. Steering Committee

1. **Composition.** A Steering Committee comprised of at least 10, but no more than 15, individuals selected from NGOs that are dues-paying members of the Network (“Member Organizations”), representing, to the extent possible, a balance of local, regional and national NGOs and geographic diversity, shall act as a national coordinating task force to organize activities and implement tasks guided by the Network’s Statement of Principles and Operating Procedures and strategic plan.

Five seats on the Steering Committee shall be for individuals from national organizations. Five seats on the Steering Committee shall be for individuals from local or regional organizations from different regions of the country. Notwithstanding the foregoing, five seats on the Steering Committee shall be available to individuals from national, regional, or local organizations from any region of the country.

2. **Selection, Term and Initial Steering Committee.** Members of the Steering Committee shall be selected by the Member Organizations of the Network for two-year terms commencing with the first Annual Meeting. Steering Committee Members are eligible to serve on the Steering Committee for three consecutive terms of two years each.

The Steering Committee shall present to the Member Organizations a proposed slate of nominees to serve as Steering Committee members 30 days prior to the annual meeting. Additional or alternative nominations will be accepted from Member Organizations prior to election at the annual meeting. The initial slate shall identify half of the nominees as candidates for one-year terms, the other half for two-year terms. In each succeeding year, one-half of the members of the Steering Committee shall be up for election by the Member Organizations.

3. **Co-Chairs.** The Steering Committee shall elect two co-chairs, who shall preside at all meetings of the Network and who shall be the primary points of contact for the National Coordinator. One co-chair should be from a national organization and one co-chair should be from a local/regional organization. The co-chairs shall have the authority to make decisions in the interim of meetings of the Steering Committee consistent with Article II, (A) (8).
4. **Meetings and Communication.** The Steering Committee shall meet at least once a year, in person, provided that sufficient funds can be obtained, at such time and place as the Steering Committee may designate, and shall hold additional meetings and communicate with each other as often as needed by telephone, email or otherwise.

5. **Notice of meetings.** A minimum of 60 days written notice shall be provided to Member Organizations prior to the annual meeting. A minimum of 2 days notice by mail or e-mail shall be provided to Steering Committee members for any special or additional meetings of the Steering Committee.
6. **Quorum and Decision-making.** A majority of the members of the Steering Committee shall constitute a quorum. The Steering Committee shall strive to make all decisions by consensus. However, a two-thirds majority of those present can make decisions, if consensus cannot be reached. When consensus cannot be reached on a decision, a steering committee member can request that a vote include the entire steering committee, rather than those present at a Steering Committee meeting, with the understanding that such a vote does not require a physical presence of all SC members but may be completed by email.
7. **Responsibilities.** The Steering Committee shall be responsible for the administrative, policy, fiscal and procedural affairs, and the implementation of the Strategic Plan and activities of the organization, including, but not limited to:
 - a. Providing guidance, direction and supervision of the National Coordinator;
 - b. Setting, in coordination with the Policy Committee, major policy positions and priorities of the network;
 - c. Working with the Policy and Grassroots Committees to develop the annual implementation goals of the strategic plan and setting measureable objectives for the Coordinator and committee members;
 - d. Approving the implementation goals and fundraising plans necessary to achieve such goals;
 - e. Developing and approving the Network annual budget; and
 - f. Leading the fundraising efforts for the approved implementation goals of the strategic plan and Network budget.
8. **Delegation.** The Steering Committee may delegate to the Co-Chairs the authority to make decisions and carry out activities of the Network consistent with the provisions of this document.
9. **Removal and Resignation.** Any member of the Steering Committee may resign at any time by providing written notice to one of the Steering Committee Co-chairs. A member of the Steering Committee may be removed from his/her position upon a two-thirds majority vote of the remaining Steering Committee members. The Steering Committee may fill vacancies at its discretion.
10. **Formation of Advisory Council.** At the discretion of the Steering Committee, based upon special needs including but not limited to financial consultation or fundraising, the steering committee by majority vote may form and appoint members to an advisory council and/or task force. At least one member of the steering committee will participate as a member of any advisory council or task force.

B. Policy and Grassroots Committees

The Network shall have two standing committees:

The Policy Committee: The Policy Committee consists of experts in water resources policy who work to identify policy issues important to organizational members, develop policy positions on those issues and provide expertise necessary for effective implementation of the strategic plan.

The Grassroots Committee: The Grassroots Committee consists of individuals with expertise in grassroots outreach, communication and membership services. The Grassroots Committee works to improve outreach and communication with member groups, membership services provided by the organization, and provide expertise necessary for implementation of the strategic plan.

1. **Composition.** Representatives from a dues paying member organization are welcome to participate on these committees based on their ability to contribute to moving the policy and grassroots agenda of the Network. Committees can also choose to invite individuals who do not represent a dues paying CWN member to join the committee if they bring expertise to the committee.
2. **Chairs.** The elected Chairs of the Policy and Grassroots Committees must also be members of the Steering Committee to assure consistent exchange of information and coordination of all committee activity.
3. **Meetings and Communication.** The Policy and Grassroots Committees shall hold meetings monthly and at least once a year, in person, provided that sufficient funds can be obtained, at such time and place as the Steering Committee may designate, and shall hold additional meetings and communicate with each other as often as needed by telephone, email or otherwise. The Policy and Grassroots Committees may combine their monthly meetings when appropriate to facilitate communication and joint planning and activities.
4. **Membership:** Each Committee may establish criteria for membership in the Committee and may recruit members to the Committee. Requests by individuals or organizations to join either the Policy or Grassroots Committee shall be forwarded to the Committee Chairs for consideration by the Committee.
5. **Quorum and Decision-making.** A majority of the members of the Policy and Grassroots Committees in attendance shall constitute a quorum. The Steering Committee shall strive to make all decisions by consensus. However, a majority of those present can make decisions.
6. **Responsibilities.** The Policy and Grassroots Committees shall be responsible for assisting the Steering Committee in the implementation of the strategic plan, and along with the Steering Committee and National Coordinator, completion of the measurable objectives, including but not limited to:
 - a. Submitting recommendations to the Steering Committee for major organizational policies and priorities
 - b. Identifying, guiding, and assisting campaigns to implement Network strategies

- c. Providing guidance on membership requirements, benefits and service; and
- d. Setting criteria for and awarding Action Assistance grants to Member Organizations.

C. National Coordinator

Duties and Responsibilities. A key role of the National Coordinator will be to strengthen and enhance the working relationships of Member Organizations, help expand the base of regional and local NGOs and other organizations interested in Network activities, and help provide the tools, information, and coordinated strategies necessary to make the organizations successful and sustainable for the long run. The National Coordinator shall be responsible for:

- I. preparing and maintaining the records of meetings of the Steering, Policy and Grassroots Committees and the Network,
- II. giving all notices upon behalf of the Network Steering, Policy and Grassroots Committees as provided herein and directed by the Steering Committee,
- III. being the custodian of all official records and documents of the Network, (which shall be available to the Steering, Policy and Grassroots Committees and Member Organizations upon request)
- IV. rendering reports to the Steering, Policy and Grassroots Committees and Network, as may be required; and
- V. supervising staff.

In addition the Coordinator will work:

- a. to assist the Steering, Policy and Grassroots Committees and Member Organizations as mutually deemed necessary and appropriate;
- b. to help plan important meetings and conferences to enhance the impact and effectiveness of the Network;
- c. to help develop fact sheets and other appropriate materials to promote Network positions;
- d. to identify and map out strategically where bridges can be made with local organizations to tie local issues into a more regional and national context and vice versa;
- e. to identify and help fill the gaps of capacity among local and regional organizations, which is essential to bringing about lasting and substantial changes;
- f. to bring together media experts and consultants to assist with message development and delivery; and
- g. to develop strategic fundraising and resource acquisition approaches to maximize the overall effectiveness and efficiency of Member Organizations' efforts.

- D. **Annual Meetings.** The Steering Committee shall hold an annual meeting in which all Member Organizations are invited to participate. Business to be conducted at the annual meeting shall include election of a Steering Committee, consideration of any proposed amendments or additions to the Statement of Principles and Operating Procedures and discussion of possible changes or additions to the Network positions or priorities.

ARTICLE III NETWORK MEMBERSHIP

Membership

1. **Purpose.** The fundamental purpose of becoming a Member Organization within the Network is to leverage the resources of NGOs across the U.S. working to change the United States' water resource programs and activities. The Network serves as an information clearinghouse, provides networking opportunities, supports various grassroots efforts that seek to influence actions at the local level, and provides a strong grassroots voice for reform at the national level.
2. **Requirements.** Membership is open to non-profit, non-governmental organizations that agree to follow the provisions of this document, including a written endorsement in support of the Mission and principles that guide the network.

Member Organizations, unless waived by the Steering Committee, must pay annual dues as set by the Steering Committee, and undertake at least one activity per year to advance the purpose of the Network. Suggested activities to advance the purpose of the Network include but are not limited to: attending the annual meeting; writing to or meeting with elected officials; distributing educational materials to the public or individuals; providing support to local organizations working on specific projects; and helping to formulate network-wide positions.

3. **Organizational Autonomy.** A Member Organization does not necessarily advocate for every position taken by the Network and is free to take their own position on any number of issues as they arise. Continued participation and membership in the Network requires that Member Organizations do not actively work directly at odds with the Mission and general principles of the Network.
4. **Removal of Members.** The Steering Committee shall request the resignation of any member upon a two-thirds vote of the full Steering Committee for actions against the best interests of the Network.

ARTICLE IV AMENDMENTS

Amendments: The Statement of Principles and Operating Procedures shall be reviewed annually by the Steering Committee. Changes or additions can be suggested by a Member Organization or member of the Steering Committee at any time. Any proposed amendment shall be circulated in writing 30 days prior to a vote on such amendment. Voting on amendments can take place at the annual meeting or by proxy vote by e-mail. A proposal to change this document will be approved if it is accepted by either:

1. A vote of a two-thirds majority of the Member Organizations present at an Annual Meeting, or
2. A vote of the majority of all Member Organizations indicating their acceptance by e-mail.