**By-Laws for the Caroline Dormon Nature Preserve, Inc.**

Originally Adopted by Charter-1971

Revised-2006

Revised-2010

Revised-2021

Article I

The name of this organization, as stated in the Charter, is the Foundation for the Preservation of the Caroline Dormon Nature Preserve, Inc.

Article II

The mission of the Caroline Dormon Nature Preserve, Inc. (Briarwood) is to implement non-invasive, modern preservation and conservation methods to Briarwood’s natural ecosystem and to provide a sanctuary for all life within the preserve. Specifically, the Foundation will follow a sustained focus on native, rare and/or endangered plant species; will place emphasis on continuous ecological education among the community, particularly the area’s youth, in order to secure a generational interest in Briarwood; and will provide financial support for perpetuating the legacy and spirit of the work of Caroline Dormon.

In addition to preservation and protection of the property known as Briarwood, this organization shall provide educational opportunities that encourage appreciation and knowledge of our natural heritage.

Article III

Honorary friends of the Foundation pay donations annually and are known as “The Friends of Caroline Dormon Nature Preserve.” Current donation levels are:

* Student $15.00
* Individual $25.00
* Family $35.00
* Magnolia $250.00
* Iris $500.00
* Orchid $1000.00

These donations may be changed at the discretion of the Board and are to be collected in October of each year.

Article IV

A Board of Directors shall administer this corporation. The Board of Directors shall consist of up to twenty Active Members who are required to attend meetings, serve on a committee and give annual financial support to the Foundation at least at the Magnolia level. Board members who are no longer able to serve in an active capacity may be designated “Advisory Board Members” and will be encouraged to continue input and financial support.

As vacancies on the Active Board occur, nominations can be made by any Board member at any meeting or to the Nominating Committee. After Active Board discussion, the Nominating Committee will contact prospective nominees to determine their willingness to serve. Voting will take place at the next Board meeting and the nominees will be elected by majority vote.

 Officers of the Board shall include a President, Vice-President, Secretary and Treasurer. Each member of the Board of Directors serves for two years and may serve consecutive terms. The duties of each officer are as follows:

* The President provides fair and impartial leadership for the organization, establishes focus and inspires action within the group. The President prepares the agenda for the meetings, represents the group when needed and presides at meetings. The President also takes care of other administrative duties and assigns committees.
* The Vice-President presides in the absence of the President and assists the President as needed. The Vice-President acts as the Chairman of the Nominating Committee.
* The Secretary takes minutes at each meeting and reads the minutes from the previous meeting. The Secretary keeps copies of all minutes at each meeting and keeps an up-to-date list of Board members. A list of Board members, addresses, phone numbers and e-mail addresses should be furnished each member of the Board.
* The Treasurer receives donations, monies collected, keeps records of bank accounts, pays the current bills and gives a report at each meeting.

Article V

The Board of Directors shall meet four times a year in the months of February, April, August and November. At the February meeting, officers will be elected on alternate years. The quorum for Board meetings shall be eight. Special meetings may be called by the President. A petition signed by four Board members may be used to call a special meeting. The President may cancel meetings due to extreme circumstances (weather, flooding, etc.). The President has the right to reschedule the meetings and notify all members.

Article VI

An annual meeting of all Friends of Caroline Dormon Nature Preserve should be held each year.

Article VII

The Executive Committee shall consist of the President, Vice-President, Secretary, Treasurer, Immediate Past President, Chairman of the Finance Committee and two Board members. This group may take action on unanticipated business between board meetings. A quorum for this group is five. Standing committees shall include Finance, Auditing, Friendship, Fundraising, Nominating and Social committees. These are to be appointed by the President. Other committees may be appointed by the President for special reasons. The duties of each committee are as follows:

* Finance-The Finance Committee, composed of the Treasurer and four other members, is to prepare a budget for presentation to the group. They recommend any steps deemed necessary for the financial well-being of the Foundation.
* Auditing-Three members shall audit the Treasurer’s accounts and report to the group once a year.
* Friendship-The Friendship Committee shall develop programs to encourage interested people to join the “Friends” group of the Foundation. The Friendship Committee will also contact Board members who do not attend meetings and encourage their participation.
* Fund-Raising-The Fund-Raising Committee shall plan and manage fund-raising events and programs with the help of the Board members.
* Nominating-The Nominating Committee prepares a slate of officers to be presented to the group every two years in November. The Nominating Committee also contacts prospective board members.
* Social-This Committee plans lunch arrangements for meetings.

The President is an ex-officio member of all committees except the Nominating Committee.

Article VIII

Parliamentary authority for these by-laws and meetings shall be Robert’s Rules of Order.

Article IX

Amending the by-laws shall require previous notice and a two-thirds vote of those present.

Article X

Retiring Board Members who have rendered exceptional service and support to the Foundation may be named, “Emeritus Member of the Board of Directors”.