

Cape Meares Community Association Watershed Conservancy Project Charter Resolution

Overview

The Cape Meares Community Association (CMCA) has initiated a project to purchase forest land adjacent to Cape Meares as a community forest to preserve and safeguard the Coleman Creek watershed for now and for future generations. In order to accomplish this goal, the CMCA Watershed Conservancy Project needs to raise \$1.8M by September 2023 as per a negotiated Purchase Agreement.

In order to complete this project, clear lines of communication and accountability for decision-making are needed. This Resolution balances the needs of the Board to meet its fiduciary responsibilities¹ to the community and the need of the project to proceed in a timely fashion to meet the September 2023 deadline.

Working Group

The CMCA Board of Directors will appoint a Watershed Conservancy Project Working Group (WG) and appoint two Leads to implement the goals of the project. The WG will not meet regularly but will serve as a community and technical support for the project.

The WG consists of people who are interested in the project and who have a variety of skills that can contribute to the success of the project and meet its objectives. The WG will include both CM residents and property owners as well as others who care about the project and have skills and experience to contribute. Members are listed below. The Board may add members at the recommendation of the Leads or Board.

The responsibilities of the WG include:

- Be prepared to offer timely assistance as requested by the Leads or the Board
- Keep up to date on the progress of the project in order to serve as ambassadors for the project with the community
- Inform the President of the Board of any issues that surface in the community that need to be addressed
- Attend CMCA Member meetings, if a CM resident or property owner

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- a. Duty of care: ensuring all assets are used prudently.
- b. Duty of loyalty: ensuring all decisions are made in the best interest of the organization and are consistent with the mission. Conflicts of interest must be disclosed.
- c. Duty of obedience: ensuring the organization abides by all laws and regulations and its bylaws.

Leads

The WG Leads are Simone Goldfeder and Miriam Fultz.

Communications

The Leads will communicate the progress of the project to the WG and the Board every other week on Tuesdays in a written Progress Report. The Progress Reports will be promptly posted on the CMCA website. The Progress Report will include 1) updates of tasks accomplished during the previous two weeks, 2) next steps, deadlines, and any fore seen challenges, 3) notation of any tasks for which the Leads need assistance, 4) the results of any key meetings held with partners or prospective partners, and 5) any projected expenses for overhead that CMCA will be expected to cover.

Decision-Making

The Leads will make decisions necessary to advance the project in a timely manner but will notify the Board and WG of significant decisions made in the bi-weekly Progress Report. However, any decision that could impact the fiduciary responsibility of the Board will be considered by the Board before the decision is made. This includes any decision that impacts the finances of the CMCA or the welfare of the community. These decisions can be made electronically as needed. All contractual agreements and work-orders requiring signatures will be signed by the appropriate CMCA Officer(s).

Collaboration

The Leads and the Board will work collaboratively on all plans for outreach to the community for fundraising or to provide updates about the project.

Working Group Membership (in formation)

Narayan Lincoln
Charles Ansoorge
Chris Spence
Wendy Burroughs
Karen Schank
Annie Grattan
Marla Fultz
Meka Zieger
Scott Gorden
Spike Klobas
Esther Lev
Devin Field

Resolution Adopted by the CMCA Board December 29, 2022.