

# Luckiamute Watershed Council Charter

Adopted by LWC Board, October 2000; Approved by Polk County Commissioners, January 2001;  
Revised by LWC Board, January 2009

## I. Introduction

### **Geographic Area:**

The Luckiamute Watershed Council's geographic area includes the Luckiamute River and Ash Creek watersheds, plus the drainage areas of American Bottom and Duck Slough.

### **Authorization:**

The watersheds councils of Oregon were created as part of the Oregon Plan (ORS 541.405). The mission of the Oregon Plan is to restore the watersheds of Oregon and to recover the fish and wildlife populations of those watersheds to productive and sustainable levels in a manner that provides substantial ecological, cultural and economic benefits. The Luckiamute Watershed Council (LWC) is established under the provisions of House Bill 3441 (1999) and as described in Oregon Revised Statute, ORS 541.388. The Luckiamute Council was recognized by the Polk County Commissioners, January 16, 2001.

### **Council Goal:**

The goal of the Luckiamute Watershed Council is to promote broad and informed public participation in the ecologically and economically sound sustainability and improvement of natural resources and environmental quality in the Luckiamute watershed.

### **Council Mission:**

The LWC strives for a sustainable ecosystem that supports a healthy watershed and one that provides a strong socio-economic base for communities in the watershed. It supports better stewardship of natural resources and an improved understanding of the biodiversity within the watershed. The LWC was formed to share information, help address watershed management issues, and provide a framework for coordination and cooperation among watershed interests.

### **Council Objectives:**

- Assess watershed condition through observation and monitoring projects, including water quality
- Identify opportunities and recommend priorities for maintenance and improvement of the watershed
- Promote public understanding and facilitate impartial and broad-based discussion of issues
- Promote learning about the watershed
- Promote stewardship by individual landowners and assist them with projects
- Promote collaboration among organizations and agencies to conduct restoration projects
- Maintain a membership that represents a broad spectrum of the natural resource interests within the watershed
- Consider the interrelationships among social, economic, and biological systems within the watershed

## II. Relationship to Decision-making Bodies and Other Watershed Interests

The Luckiamute Watershed Council (LWC) is a non-regulatory, non-governmental group consisting of a balance of watershed interests. As such, it seeks information, makes recommendations, and provides advice concerning the natural resources of the watershed and its restoration.

The organizations and interests represented on the Council are not obligated to adopt or carry out the recommendations proposed by the LWC, but are encouraged to give due consideration to all advice. These organizations and interests should report back to the Council on any actions taken in response to the Council's recommendations. The Council welcomes and will respond to requests for advice on actions affecting the watershed.

Council members will inform their organizations about the works of the Council and will bring their organization's recommendations to the Council.

### **III. Council Structure**

The Luckiamute Watershed Council Board is the decision-making body of the Luckiamute Watershed Council. It will meet on the second Thursday of each month.

Officers of the LWC Board are elected annually from the Council membership by a majority of those attending the notified election meeting. Officers include: Chair, Immediate Past Chair, Vice-chair, Treasurer, and Secretary. The duties of the officers are described in Appendix C. Following the one-year term, the Council shall re-elect officers for another term and/or select new officers.

The LWC may form committees and task groups that may include persons not on the Council. All committees and task groups will be created by the Council, and will report back all findings to the Council. The Council, committees, or task group may co-opt technical advisors to use as needed. Standing Committees include Steering Committee, Education and Outreach Committee, Projects Review Committee and Council Support Committee. Responsibilities of these committees are found in Appendix D. Additional Ad Hoc committees may be formed at any time at the request of either the Council or the LWC participants.

### **IV. Council Membership**

There will be two levels of LWC members:

- Council Board members
- Any interested person known as a *participating stakeholder*.

*Council Board membership* is open to any stakeholder who lives or works in Polk or Benton counties. There shall be a minimum of seven Council Board members and no maximum number as long as the diversity of watershed interests is maintained. The Council Board may include non-voting members serving as Technical Advisors.

Each Board Council member will strive to maintain continuity and a balance of interest by selecting replacement members from their interest group. The LWC Board will request the interest group to nominate a replacement representative to the Council Board. If the interest group is unable or unwilling to do so, the Board will seek representation. The Operating Guidelines are attached as Appendix A.

LWC members may be nominated and elected to the LWC Board at any time of the year. Any participant who wishes to hold a Council position is eligible and shall notify the LWC of their interest. An announcement/notification will be sent with the meeting agenda of intent to appoint a member to the Council, and a vote on the appointment will be taken at the following regular meeting. LWC members serve 3-year terms, beginning in January. Terms shall be staggered so that 1/3 of the positions will be up for election each year. The list of council positions is provided in Appendix B

The *participating stakeholder* membership category is open to anyone with an interest in the watersheds and the LWC and will be unlimited in number. The LWC will maintain a mailing list of

participating stakeholders who will receive advance notice of Council meetings and agendas. Participating stakeholders will not have voting rights.

## **V. Duties of the Council**

The Council and Board members of the LWC shall establish the Council policies and review and change them as necessary, supervise any Council staff and/or Contractors, authorize expenditures, oversee its financial affairs, and ensure the proper management and use of its assets.

The Council Board members must ensure that the Board and its contractors properly employ the necessary corporate formalities to make its decisions, that it prepares and submits all required state and federal reports, and that it operates in compliance with applicable state and federal laws.

## **VI. Voting:**

Business is conducted by those Board members present at the regularly scheduled monthly meetings. Action may be taken only on the items listed in the agenda. Decisions are reached by consensus minus one.

For items and motions that require a LWC vote between scheduled meetings, an alternative voting protocol shall be available. Every LWC Board member shall provide two contact methods for communication (i.e., email and telephone). Each LWC Board member will be contacted regarding the item and be requested to respond by a given deadline that provides a minimum of two business days to respond. Voting results shall be consensus minus one of timely responders. Action taken in this manner will be recorded in the minutes at the next Council meeting.

## **VII. Council Member Participation:**

Each LWC Board member will strive to attend all meetings. If he/she cannot attend, the alternate shall be notified by the LWC Board member. Board members, or the group they represent, may designate a representative of their group to serve as an alternate. Designated alternates will be listed on the LWC Board roster. Absent LWC Board members can give written comment or ask another member to express his/her interest, but cannot vote by proxy.

LWC Board members shall notify the Council if they plan to vacate their position. The LWC Board may vacate the position of any Council member who misses 4 of 12 meetings in one year, January through December.

A Board member may be expelled or suspended with or without cause by a Council vote. The Board shall notify the Board member of the action in writing at least 14 days before the meeting prior to the action to allow the Board member to respond in writing or person if necessary.

## **VIII. Council Positions**

The LWC Council shall make every effort to ensure that Council membership represents the diversity of geographic areas and interest groups in the watershed. (See Appendix B) .

## **IX. Council Interaction**

Members will treat each other with respect, will not monopolize meeting time, and will listen to and try to understand each other's viewpoints. Members will speak when the Chair recognizes them, and the Chair will recognize members wishing to speak.

Members will search for opportunities to develop group solutions and resolve conflicts.

**X. Conflict of Interest**

The Oregon Government Standards and Practices Commission defines both “potential” and “actual” conflicts of interest. A *potential* conflict occurs when an individual, such as a Watershed Council member or a Contractor takes an official action that *could* affect the financial interest of said individual or his/her relatives or businesses with which he/she is associated. An *actual* conflict of interest involves an action that *would* affect the financial interest of said individual or his/her relatives or businesses with which he/she is associated.

A Council member, LWC Board member and/or Contractor should publicly declare to the Council a potential or actual conflict of interest and publicly abstain from discussion or voting.

**XI. Amendments:**

An LWC member may propose amendments to the LWC Charter at any time. The Council shall vote on the proposed amendments and, if passed, notify all members of the new Charter amendment/s. The Council shall review the Charter annually.

**Charter Revision Approved: January 8<sup>th</sup>, 2009**

\_\_\_\_\_, **Council Chair**

\_\_\_\_\_, **Council Vice-Chair**

## Appendix A: OPERATING GUIDELINES

### I. Official Office Location

- Address: Western Oregon University, 345 N. Monmouth Avenue, Monmouth, OR 97361.
- Telephone: 503-838-8804
- E-mail: [lwc@wou.edu](mailto:lwc@wou.edu)
- Website: <http://luckiamute.watershedcouncils.net>
- Minutes and Official Records: On file at the above location. LWC membership lists are also available at this location.

### II. Fiscal Policies:

- Budget Period: The Luckiamute Watershed Council (LWC) follows the State of Oregon's fiscal year, July 1 to June 30. An annual budget will be prepared by the LWC Treasurer and the Steering Committee for ratification by the Council by July 1<sup>st</sup> of each year.
- Funds Management: LWC funds are managed by Cascade Pacific Resource Conservation and Development Area as the fiscal agent and discretionary funds by the Salem-Keizer Urban Watershed Councils Association. Funds are derived from grants from the Oregon Watershed Enhancement Board grants, Soil and Water Conservation Districts, Cities -, Foundations, donations and fund raising drives.
- Financial reports: The Treasurer will provide a monthly financial report to the Council. An annual financial report will be presented at the close of the fiscal year.
- Authorization for fund expenditures: Personal services to the Council are provided by contractors rather than by employees. Monthly payments require an invoice for services and a monthly report outlining activities. Invoices will be signed by either the Chair, Vice Chair or Treasurer. Project expenditures require receipts. The Coordinator may initiate reimbursements up to \$600. Expenditures above that amount require the authorization of the Chair or Vice Chair. Restoration project invoices shall be approved by a designated project contract officer.
- Audit: An Audit Committee will be established by the Council Chair for the purpose of reviewing and making recommendations for Council approval at the close of the fiscal year.
- Contract Officer(s): The LWC Chair or another designated LWC officer shall act as the liaison between the Council and the contractor(s) for personnel related issues and to monitor accomplishments as described in the LWC Charter and Annual Work Plan.

### III. Personnel Policies:

Staff: The LWC is currently staffed by a Watershed Coordinator, a Project Manager and an Outreach Specialist. These part-time positions are filled under individual contracts.

#### A. Coordinator - Responsibilities under the direction of the LWC Steering Committee:

- Plan and facilitate Council sponsored meetings, workshops, and other public events. Assist the Council and its committees in setting priorities, developing biennial work plans and an action plan, and implementing strategies. Prepare agendas and correspondence for Council activities and meetings.
- Develop, with input from LWC officers, and implement the biennial work plan, including public education, monitoring, and volunteer coordination.
- Develop with Outreach Specialist and assist with the implementation of a public information and education program to increase public awareness and knowledge about watershed issues.
- Research, write and manage grant proposals for council support, education/outreach and monitoring projects. Coordinate local fundraising campaigns.
- Serve as primary contact for LWC and hold regular communication with local community leaders and staff.

- Sustain and develop partnerships with local community groups, schools and other regional organizations and watershed councils. Participate in NOWC, Willamette Watershed Coordinators and Habitat Roundtables as available.
- Manage council support, monitor grants, prepare fund disbursement requests and track expenditures in cooperation with Cascade Pacific RC&D and OWEB. Prepare fund disbursement requests and track expenditures in cooperation with Cascade Pacific RC&D and OWEB.
- Manage contracts in accordance with and in cooperation with Cascade Pacific RC&D.
- Provide direct coordination of project staff, interns and contractors. Recruit and manage volunteers assisting with watershed council activities and projects.
- Staff Council committees.
- Prepare and submit written and oral reports on watershed activities to the Council, Soil & Water Conservation Districts, Oregon Watershed Enhancement Board, County Boards of Commissioners, Cities, Chambers of Commerce and other funding sources as required.
- Maintain up-to-date Council and Committee meetings files and other publications and reports in the LWC office.

**B. Project Manager – Responsibilities under the direction of the Project Review Committee**

- Develop and manage restoration, technical assistance and acquisition projects under the direction of the Project Review Committee (PRC)
- Initiate project concept:
  - Understand and present landowners wants, needs, and objectives
  - Site visits
  - PRC consideration
  - Board consideration
- Develop project concept (using outside resources as needed)
- Develop project design
- Obtain funding
- Obtain permits
- Arrange contracts
- Implement project
- Monitor project
- Maintain all project files in the LWC office to include: grant proposals, grant agreements, contractor SOW and contract, grant financial records, progress reports, permits, maps, photos, final report and other pertinent documents.

**C. Outreach Specialist – Responsibilities under the direction of the Education and Outreach Committee:**

- Inform the local community about the presence of the LWC and engage individuals and organizations in LWC activities by building trust and robust working relationships
- Coordinate implementation of a public outreach work plan
- Develop public outreach materials to communicate LWC activities
- Recruit and manage volunteers for LWC projects
- Encourage more citizens to participate in the decision making, planning and implementation processes of the LWC
- Assist with identifying priority properties and encouraging landowners to participate in LWC restoration and conservation projects
- Maintain all project files in the LWC office to include: grant proposals, grant agreements, contractor SOW and contract, grant financial records, progress reports, maps, photos, final report and other pertinent documents.

## Appendix B: COUNCIL MEMBERSHIP

The LWC Council membership shall include the following positions:

- At Large 2 positions
- Agriculture 2 positions
- City 2 positions
- Commerce 1 position
- Water Control, Resources, Supply 3 positions
- Education 2 positions
- Environment 2 positions
- Federal or State 1 position
- Industrial Timberlands 1 position
- Industry 1 position
- Recreation 1 position
- Small Farms & Forest 2 positions
- Watershed Resident 4 positions
- Wildlife 1 position
- Polk SWCD 1 position
- Benton SWCD 1 position
- Tribes 1 position

## Appendix C: OFFICER ROLES AND RESPONSIBILITIES

The Officers of the Luckiamute Watershed Council (LWC) shall be Chair, Vice-Chair, Treasurer, and Secretary. Officers serve the Council to provide leadership, fiscal oversight, signatures, and record official decisions made by the LWC. All Officers serve as members of the Council. The officers shall have no additional roles or decision-making authority other than outlined below. All officers are expected to support LWC goals and objectives to fulfill officer responsibilities.

**Chair** or their designee is authorized to:

- Preside at the monthly meetings;
- Participate in preparing the monthly meeting agenda;
- Orient new Council members;
- Appoint Ad-Hoc committee chairs;
- Review and sign approved resolutions and policies;
- Sign contracts and proposals approved by the LWC on behalf of the LWC;
- Authorize payment for work approved by the LWC and consistent with its charter;
- Represent the LWC in meetings with top officers of organizational partners;
- Participate on the Steering Committee; and
- Any other duties as may be prescribed by the LWC.

**Immediate Past Chair** is authorized to:

- Mentor the new Chair and officers
- Perform duties assigned by the Chair
- Participate in Steering and other Committee meetings

**Vice-Chair** is authorized to:

- Act in place of the Chair when needed;
- Participate in preparing the monthly meeting agenda;
- Advise the Chair on programs and policies;

- Arrange special programs for regular Council meetings;
- Review and co-sign approved resolutions and policies;
- Participate on the Steering Committee; and
- Any other duties as may be prescribed by the LWC.

**Treasurer** shall perform, or cause to be performed:

- Review and ensure accuracy of LWC financial records provided by fiscal agent(s);
- Keep a full and accurate account of all LWC financial records;
- Present monthly financial reports to the Council;
- Participate on the Steering Committee; and
- Any other duties as may be prescribed by the LWC.

**Secretary** shall perform, or cause to be performed:

- Oversee recording of formal decisions and minutes of all LWC meetings for distribution in a timely manner;
- Maintain a policy manual and updates of the LWC Charter and Appendices;
- Participate on the Steering Committee;
- Be responsible for records retention, official files, and the Participant List; and
- Any other duties as may be prescribed by the LWC.
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#### **Appendix D: STANDING COMMITTEES AND RESPONSIBILITIES**

The LWC Board recognizes two categories of Committees: the Standing Committees which are permanent and Ad Hoc Committees which are formed and disbanded on an as-needed basis.

**Steering Committee** consists of the Council Board officers, and only Council members may serve on this committee. The primary purpose of the Steering Committee is to monitor progress toward the Council’s mission and goals, and to ensure continuity among Council activities. The Steering Committee provides oversight and feedback to the LWC Coordinator, makes personnel and operating decisions, facilitates project and team development, and serves the Council. The Committee reports back to the Council on their discussions, recommendations and decisions.

**Education/Outreach Committee (EOC)** serves the Council. The purpose of this committee is to work with watershed residents to foster better stewardship of natural resources and to improve understanding of biodiversity in the Luckiamute/Ash Creek Watersheds. The committee will also recommend fundraising activities or projects. The committee is comprised of Council Members and other participants, and is responsible for recruiting members and volunteers and interns as needed. The committee shares its recommendations, progress and activities with the Council at monthly meetings. (See flow chart below)

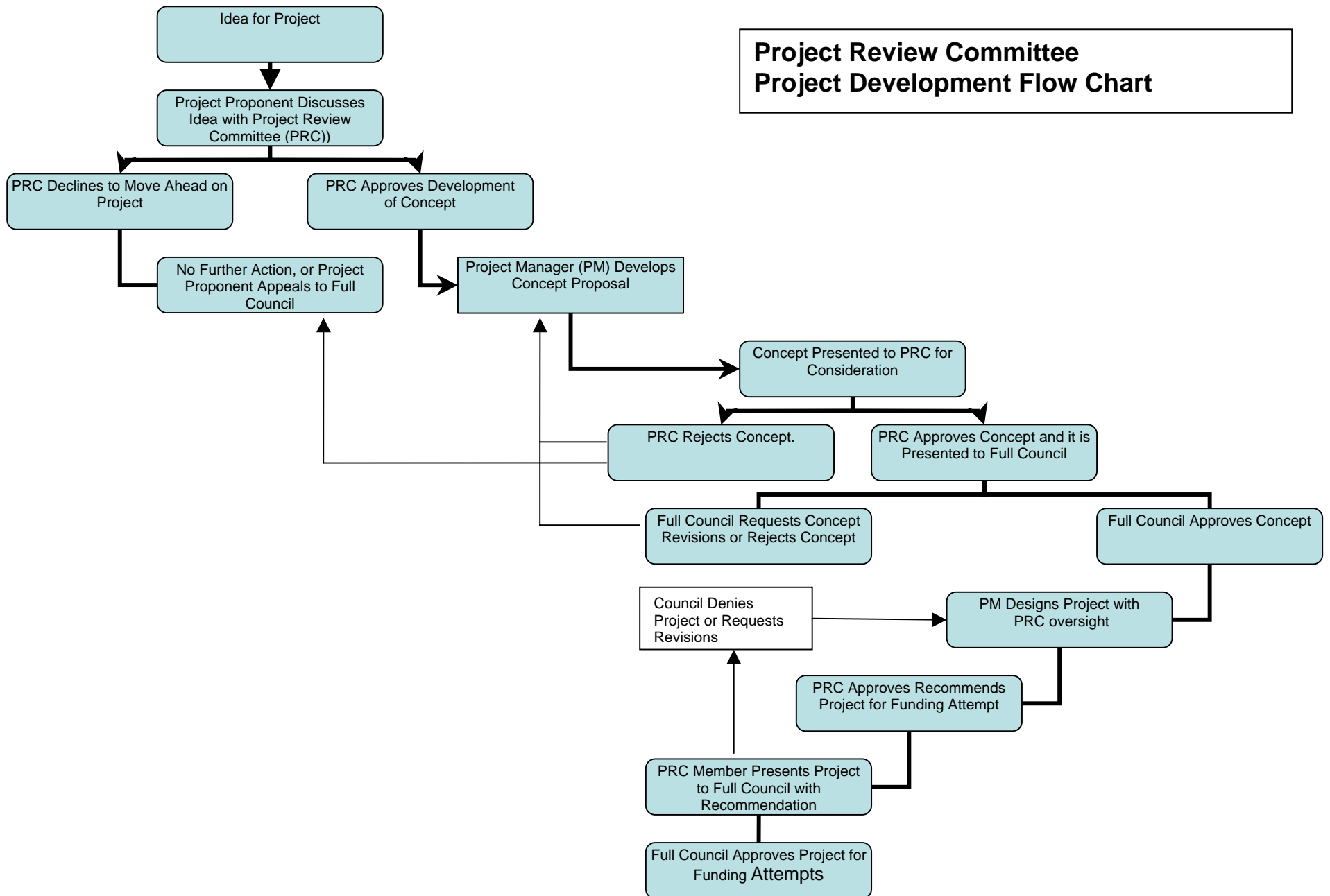
**Project Review Committee (PRC)** consists of four voting Luckiamute Watershed Council members and additional non-voting technical advisors as needed. The PRC is responsible for working with the project manager to develop effective projects and will oversee the project manager as projects are implemented. While all PRC members may make recommendations, only the voting members are able to recommend a project to the LWC Council for further action.

During project development, the committee must approve the initial project idea, and the preliminary concept. The committee will review and make recommendations on project design as the Project Manager develops the final project proposal. Upon approval by the committee of the final project proposal, a PRC member – not the project manager – will present the project to the Luckiamute Watershed Council Board for final approval.

During project implementation, the committee will receive progress reports from the Project Manager and will ensure that the project is being carried out as intended. The committee may make recommendations to help the Project Manager implement the project more effectively and/or efficiently. (See flow chart below).

**Council Support Committee (CSC)** consists of at least two voting members of the Luckiamute Watershed Council and additional advisors as needed. The CSC is responsible for working with the Coordinator to pinpoint appropriate foundations or other sources of funding and to develop effective fundraising strategies and grant proposals. The CSC approves draft foundation grant proposals and fundraising projects and reports progress to the LWC Council.

# Project Review Committee Project Development Flow Chart



## Education and Outreach Committee Project Development Flow Chart

