

BY-LAWS OF THE STATEWIDE ENVIRONMENTAL EDUCATION PROGRAMS

Article I: Organization

This organization shall be known as StateWide Environmental Education Programs (SWEET).

Article II: Period of Time

SWEET plans to be incorporated for perpetuity, or until its members choose to dissolve the organization.

Article III: Purpose

SWEET is the Vermont StateWide Environmental Education Programs, a coalition of individuals and organizations promoting environmental education in Vermont. SWEET's purpose is to foster environmental appreciation and understanding, in order to enable Vermonters to make responsible decisions affecting the environment.

SWEET's mission is to improve the quality and increase the effectiveness of environmental education in Vermont, with the following goals:

- To coordinate the efforts of environmental educators;
- To provide an environmental education and resource network among educators, environmental organizations, schools, colleges, universities, state agencies, and others who are interested;
- To encourage Vermont educators to become more deeply involved with environmental education, and to provide the necessary tools to help them accomplish this; and
- To advocate positive environmental education policies and programs.

Article IV: Corporation Policies

This Association shall be operated as a non-profit corporation pursuant to the Vermont General Corporation Act and exclusively for the promotion of education within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or the corresponding provision of any future United States Internal Revenue law. No part of the Corporation's net earnings shall inure to the benefit of any officer, director, or other individual, except compensation for services rendered in its behalf and to make payments and distributions in furtherance of the purposes and functions set forth in this Article.

Article V: Membership

Membership is open to all persons and organizations interested in environmental education. Each member, or person(s) representing an organizational member, present at the time of the vote merits one vote for each decision made at official SWEEP meetings. Only members may vote. In cases of mail ballots, each individual member shall represent one vote, and each organizational member shall represent two votes. The Board of Directors may, at its discretion, accept alternative methods of meetings and voting to allow meeting by mail or voting by proxy.

Members shall pay dues annually, the amount to be determined by the SWEEP Board of Directors. This amount should be collected annually at the start of each calendar year, or at the outset of a new membership.

Article VI: Membership Meetings

There shall be at least two meetings per year open to the public to be held on the dates determined by the Board of Directors in consultation with the SWEEP members at the previous meeting. There shall be a notice sent to all members at least two (2) weeks in advance of the meeting date. If a quorum is present (a quorum shall consist of eight or more members), a simple majority of members present is needed for passage of all measures of meeting. Major agenda items shall be presented in advance to the Chair or Co-Chair.

Article VII: Fiscal Year

SWEEP's fiscal year shall follow the calendar year, beginning on January 1 and ending December 31 of each year.

Article VIII: Board of Directors, Officers, Committees, Task Forces

Section One – Board Composition:

The Board of Directors shall consist of 9-16 members, and shall include the following:

Officers:

- Chair or Co-Chairs;
- Secretary;
- Treasurer;

- State-elected New England Environmental Education Alliance (NEEEA) Representative;

Standing Committee Chairs:

- The Chair of each Standing Committee; and

At-Large Directors:

- Additional Directors elected from the membership at large.

Section Two – Board Terms:

All board members shall hold office for a two-year term with a term limitation of three consecutive elected two-year terms

Section Three – Board Election:

Elections shall be held at the first meeting of the calendar year, with one-half of the Board elected each year. All board members, or the organization they represent, shall be members of SWEEP. Nominations shall be presented by the nominating committee or any member. The Executive Committee may appoint Directors if a mid-term vacancy occurs. The appointee shall serve the duration of the term.

Section Four – Board Purpose and Quorum:

The Board of Directors shall meet a minimum of four times per year. The Board shall provide guidance and long-range planning for the organization, coordinate all SWEEP programs and activities, and make all decisions about SWEEP policy. A quorum shall consist of five Board members.

Section Five – Officers:

The duties of the Chair or Co-Chairs shall be: to preside over SWEEP meetings; to work with Executive Committee, Board, and Task Forces; to plan, arrange and see that all notices are sent out to members; to coordinate special projects and activities; and to ascertain desires of SWEEP members.

The duties of the Secretary shall be: to take minutes of all meetings and maintain a cumulative record of these notes; to coordinate communications; to submit minutes to Chair/Co-Chairs for approval before mailing to membership; and to serve on the Executive Committee.

The duties of the Treasurer shall be: to collect all membership dues; to remind members when dues are outstanding; to keep detailed accounts so that there may be a clear picture of the income and its sources for, and the expenditures against, each account; to keep all members informed as to the status of such

accounts at SWEEP meetings; to submit annually a full financial report at a membership meeting; and to serve on the Executive Committee.

The duties of the state-elected NEEEA Representative shall be: to represent Vermont at NEEEA meetings and functions; to serve on the SWEEP Executive Committee and any other committees necessary; to keep SWEEP members informed on NEEEA issues and information.

Section Six – Committees:

The Executive Committee shall be made up of the Chair/Co-Chairs, Secretary, Treasurer, and state-elected NEEEA Representative. It shall transact all business necessary between Board meetings, and fill any mid-term vacancies. It shall present a report of its work at the regular SWEEP meetings, and in the newsletter.

The Standing Committees shall carry out their objectives as defined below. The members of each Standing Committee shall elect their own Chair. The Chair of each Standing Committee shall serve on the SWEEP Board. The Standing Committees shall include:

- Nominating Committee
- Public Relations and Communications Committee.

The Nominating Committee shall consist of three SWEEP members including at least one Board member and at least one non-Board member. Nominating Committee members shall be elected by the membership for two-year terms, with a maximum of two new members per year. Each member may serve up to three consecutive terms. The SWEEP Chair or Co-Chairs shall not serve on the Nominating Committee. This committee is responsible for providing a slate of candidates for consideration by the SWEEP membership, at least three weeks in advance of the first meeting of the calendar year. This committee shall nominate candidates for all vacant officer positions, at large positions, and standing committee positions.

The Public Relations and Communications Committee shall be elected by the membership, and shall consist of at least three SWEEP members. This committee shall facilitate effective communication both among SWEEP members and with the general public. Projects may include publishing newsletters, a SWEEP membership directory, event flyers, and media releases. This committee shall assist Task Forces as needed in public relations and communication efforts.

Section Seven – Task Forces:

Task Forces may be created as necessary to complete specific tasks or address specific concerns. Task Forces shall be created, charged, and dissolved by a vote of the membership or, between meetings, a vote of the Board. The members of each Task Force shall elect their own Chair. Task Force Chairs shall submit a progress report to the SWEEP Chair in advance of each quarterly Board meeting, or shall attend Board meetings at the request of the SWEEP Chair or Co-Chairs.

Article IX: Parliamentary Authority

The rules contained in Robert's Rules of Order Revised shall govern SWEEP in all cases not specified by the above by-laws.

Article X: Methods of Amending By-laws

By-laws may be amended at any regular meeting of SWEEP by a two-thirds vote of the members present and voting, provided the proposed amendments have been submitted to the Board Chair/Co-Chairs in writing prior to the meeting.

Article XI: Dissolution

In the event that SWEEP is dissolved and ceases to exist for the stated purposes, such certificate of dissolution shall be filed with the Secretary of State, according to the Statutes of the State for the dissolving of non-profit corporations, and all property and assets shall revert to the Vermont Natural Resources Council, a 501(c)(3) organization.

Adopted November 1987; revised April 1993, September 1996 and May 2009.