THE BOARD OF DIRECTORS

Maintains and coordinates the efforts of the Chapter as stated in the VMN Volunteer Handbook and Policy Guidelines and Chapter Bylaws.

The Headwaters Board consists of four officers:
1. President—who only votes in case of a tie, but who counts in the quorum
2. Vice President
3. Secretary
4. Treasurer

Seven other voting members:
5. Historian/Parliamentarian
6. Basic Training Committee Chair
7. Continuing Education Committee Chair
8. Volunteer Service Projects Committee Chair
9. Outreach Committee Chair
10. Newsletter and Website Committee Chair
11. Membership Committee Chair

And two non-voting members, who are not counted in the quorum:
12. Advisor
13. Past President

A: DUTIES OF OFFICERS

1. President
   a. Presides at all meetings of the Chapter, creates and sends out the meeting agendas, and posts the meetings on VMN-VMS calendar.
   b. Serves as Chair of the Board of Directors.
   c. Appoints the Chair and members of the Financial Records Review Committee, with the approval of the Board of Directors.
   d. Appoints members of the Nominating Committee, with the approval of the Board of Directors.
   e. Serves as an ex-officio member of all committees and tries to attend each standing committee meeting at least once a year.
   f. Signs checks in the absence of the Treasurer.
g. Chairs the Annual Report Committee, and presents the report to the general membership at the annual meeting.

h. Becomes Past President upon completion of term as President.

i. Votes when there is a tie.

j. With the Board, creates or updates a strategic plan with mission, goals, and objectives.

2. **Vice President**
   a. Assists the President and acts for the President in his or her absence.
   b. Chairs the Program /Hosting Committee (see duties in D: Duties of Standing Committees).

3. **Secretary**
   a. Records and preserves the minutes of all Board of Directors meetings, General Membership meetings, and special meetings.
   b. Furnishes the minutes to all Board members and posts minutes on the VMN-VMS website within 30 days of Board approval. Keeps a record of attendance at each Board meeting and whether a quorum (50 percent plus one of voting members of the Board) is present.
   c. Maintains a hard copy file of all minutes and correspondence.
   d. Brings to each meeting the minute book and a list of all committees.

4. **Treasurer**
   a. Maintains budget and accounting records.
   b. Receives all dues and monies for the Chapter and maintains them in a separate Chapter bank account.
   c. Keeps an account of all income, expenses, disbursements, and other financial matters.
   d. Pays all bills upon receipt of a written statement or receipt.
   e. Makes a written report available for each Board and membership meeting, including the annual meeting.
   f. Develops an annual budget, with the training portion in cooperation with the Training Committee, for approval by the Board of Directors.
   g. Presents the financial records for audit on or before the last day of the fiscal year.
   h. Submits all annual financial records and audits as required by law.
   i. Signs checks. (Two members of the same family may not be the only designated check signers.)

**B: ADDITIONAL BOARD MEMBERS**

The Past President and the Chapter Advisor(s) (both non-voting, except in the event of a vote to fill a board vacancy by appointment, as stated in our Bylaws Article V, Section E-2), and Chairs of the Standing Committees (see section D), shall sit on the Board of Directors. Individuals may chair more than one Standing Committee. Chairs of Standing Committees will be elected by eligible Chapter members at the annual meeting and be responsible for the selection of any additional committee members. In the event of
co-chairs, only one vote per committee may be cast, so a voting co-chair should be determined in advance. In the event that a person chairs more than one committee, that person may cast only one vote. The Chapter may also choose to elect one or two at-large members of the Chapter to sit on the Board of Directors.

There is a one time election strategy to achieve staggered terms, to occur in January 2016. Nominees for Officers of the Board of Directors and Standing Committee Chairs shall be assigned to two classes:

- **Class B** will serve two years and will include President, Secretary, and Chairs of the Continuing Education, Membership, Outreach, and Volunteer Service Projects Committees.
- **Class A** will serve one year, and will include Vice President, Treasurer, Historian/Parliamentarian, and Chairs of the Basic Training, and Newsletter and Website Committees. This one-year term will not prevent any Class A elected member from serving two full two-year terms as designated in the Chapter Bylaws.

**C: DUTIES OF PAST PRESIDENT AND ADVISOR(S)**

1. **Past President** (non-voting)
   a. Assists the President.
   b. Chairs the Nominating Committee.
   c. Provides continuity from prior Board of Directors
   d. In the absence of a Past President, the President will reassign necessary responsibilities.

2. **Advisor(s)** (non-voting)
   a. Advises, recommends, and informs the Chapter of appropriate business.
   b. Reviews the Chapter’s financial status and participates as a member of the Financial Records Review Committee.
   c. Assists the State Program Steering Committee in implementing and enforcing the statewide policies and procedures of the Virginia Master Naturalist Program.
   d. Facilitates opportunities for Master Naturalist volunteers to exercise initiative and judgment, with a proper measure of autonomy, when coordinating Chapter events and activities.
   e. Participates in event planning and attends events when possible or when identified as necessary through the planning process.

**D: DUTIES OF STANDING COMMITTEES**

Standing Committee Chairpersons shall make a written report at each Board and Annual meeting, and those with more than one committee member should maintain minutes of committee meetings and post them on VMN-VMS website within 30 days of committee approval. All Standing Committee Chairs answer gmail regarding their committee business, as forwarded by the Basic Training Committee Chair. The eight Standing Committees are:
1. **Historian/Parliamentarian Committee of One**
   a. Maintains the historical records of the Chapter. Historical records include but are not limited to: Training classes, projects, recognitions, events, elections, meetings, and Chapter Newsletter archives.
   b. Reviews all business and procedures for compliance with VMN Volunteer Handbook and Policy Guidelines, HMN Bylaws, and HMN Operating Handbook, and uses Roberts Rules of Order for points of process. Brings a copy of each of these documents to each meeting.

2. **Basic Training Committee**
   a. Initiates and coordinates training of Master Naturalists for the Chapter’s training program.
   b. Plans, implements, and evaluates the Chapter training curriculum, and develops training calendar.
   c. With the Treasurer, develops the class budget and recommends the class tuition to the Board.
   d. Acquires and prepares class manuals.
   e. Selects all presenters and makes arrangements for their class/presentation including materials, handouts, and audio-visual equipment needed for the class/presentation.
   f. Arranges for speaker gifts, travel and lodging needs, and confirmation and thank you letters.
   g. Arranges for location, room seating, and equipment for all classes.
   h. Manages the on-going class through commencement.
   i. Chairperson serves on Annual Report Committee.
   j. Regularly reads and responds to Chapter gmail correspondence and picks up Chapter mail from the P.O. Box, referring or delivering non-training mail or e-mail to appropriate committee chairs.
   k. Maintains interest list, and notifies those on it of upcoming classes.

3. **Membership Committee**
   a. In coordination with the Training Committee, develops the Membership Application form. Maintains the completed Membership Application forms for the Chapter.
   b. Maintains a roster of the Chapter members’ (including in-training members’) names, addresses, phone numbers, and email addresses on the VMN-VMS website. Maintains race and gender data in a confidential file in accordance with federal guidelines.
   c. Maintains a record of volunteer and continuing education hours and class training attendance as provided by the Training Committee.
   d. Notifies the Board of members meeting certification and threshold hour achievements.
   e. Orders and maintains the member certification and recognition awards (e.g. shirts, name tags, certificates, business cards, pins).
   f. Ensures members have a current signed liability form on file.
g. Maintains a record of high level interests and specific expertise of members.

h. Assesses needs and opinions of members and reports to the Board.

i. Chairperson serves on the Annual Report Committee.

4. **Volunteer Service Projects Committee**
   a. Approves and notifies Chapter membership regarding Volunteer Service opportunities and projects.
   b. Uses the Volunteer Policy Handbook statement on Volunteer Service Requirements and Chapter guidelines to review projects or activities for committee approval.
   c. Maintains the VMN-VMS website calendar and project list for volunteer service projects.
   d. Assures that projects and project volunteers are active, descriptions and contacts are accurate, and safety guidelines are clear. Works with requesting entities to ensure that their needs are met.
   e. Chairperson serves on the Annual Report Committee.

5. **Continuing Education Committee**
   a. Approves and notifies Chapter membership regarding Continuing Education.
   b. Uses the Volunteer Policy Handbook section on Continuing Education Requirements and Chapter guidelines to review Continuing Education for committee approval.
   c. Schedules continuing education programs and/or field trips for the membership.
   d. Notifies membership of field trip requirements (i.e. water, safety, maps, logistics, etc.).
   e. Ensures speaker or trip leader is recognized appropriately.
   f. Maintains the VMN-VMS website calendar for Continuing Education.

6. **Outreach Committee**
   a. Carries out Chapter outreach activities per the Chapter strategic plan.
   b. Staffs outreach booths.
   c. Creates and maintains Chapter brochure.
   d. Maintains a Chapter display board.
   e. Assists the Board in promoting the Chapter.
   f. Arranges for publicity – newspaper, flyers.
   g. Maintains the VMN-VMS website calendar for outreach activities.
   h. Responsible for the Chapter Facebook page.
   i. Recruits new members in conjunction with the Membership Committee in both Augusta and Rockingham Counties, and among diverse interest groups.

7. **Newsletter and Website Committee**
   a. Updates and maintains the Chapter website.
   b. Collects Chapter and state news, and produces and distributes the Chapter Newsletter, to which officers and members will contribute content.
8. **Program/Hosting Committee**
   a. Is chaired by the Vice President, who has one vote on the Board.
   b. Arranges the location and plans the program for the Annual Meeting and at least one other general membership meeting per year, with the assistance of the Continuing Education Committee.
   c. Coordinates Annual Meeting and General Membership Meeting host activities – drinks, snacks, activities – with an eye to environmental impact. The Headwaters Chapter strives to minimize throwaways, use local products when possible, and has a tradition of avoiding alcohol at its functions.
   d. Adds programs to the VMN-VMS Chapter calendar, coordinating with the President.
   e. Hosts the Basic Training Commencement, to be coordinated with the Basic Training Committee Chair.

**E: AD HOC COMMITTEES**

Ad Hoc committees are formed for a particular and specific short-term purpose.

1. **Financial Records Review Committee (formerly Audit Committee):** Responsible for conducting the annual review of the financial records of the Chapter. Members will include the Chapter Advisor(s) and at least two active Certified Master Naturalist volunteers appointed by the Chapter President, with approval of the Board. One should be a Board member other than the Treasurer, and one should be a member who is not currently serving on the Chapter’s Board of Directors. The purpose of the review is to determine if all income and expenses have been accurately recorded, the checking account has been accurately and regularly reconciled, bills paid, and money managed in an appropriate manner. An outside review shall take place at least once every five years, and will be conducted by a non-Headwaters Chapter member with a solid financial background.

2. **Nominating Committee:** Responsible for presenting a slate of candidates for officers and other board members to be elected at the annual meeting and in the event of a Board member vacancy. The Nominating Committee will consist of three ad hoc members which include the Past President as chair, and two members appointed by the President with the approval of the Board. If the immediate Past President is not able to serve, then the President will select a replacement with the approval of the Board.

3. **Annual Report Committee:** Responsible for completing and submitting the Chapter’s Annual Report to the state office. The President will chair this committee. Members will include the Historian/Parliamentarian and the Chairs of the Membership, Basic Training, and Volunteer Service Projects Committees. If needed, additional members who are familiar with the process may be recruited from the Chapter membership.

4. **Other Ad Hoc Committees:** May be formed by the Board as needed to address specific tasks or purposes.