What is this document?

This resource helps explain our membership structure for newer members and board members. <u>FGT's bylaws take precedence over this document</u> and may be amended over time. For more information about what FGT is and does, please see https://www.forevergreentrails.org/resource.

When did FGT become a membership organization?

The Board amended the bylaws in 2021, changing the structure to that of a membership organization.

Why did FGT do this?

For several reasons. The two largest ones are interrelated — to provide a more stable source of backbone funding for the organization from local jurisdictions, and to provide those (and other members) a say on what the organization does and how it does it. Essentially, it keeps the organization accountable to the membership that funds it. (see Rights below)

What is FGT's membership structure?

The bylaws established four membership types: Jurisdictional, Nonprofit, Business/Corporate, and Individual. Within those types, the Board may set various levels of membership with different costs and benefits (more information below). Additional membership types may be created by the Board.

What rights does membership in FGT confer?

Membership provides two Rights: the right to (one) vote at the Annual Meeting and the right to serve on the Board if elected or appointed. Rights expire when the membership expires.

How long do memberships last?

Memberships last one year from the date of purchase/payment received. Memberships may be purchased at any time of the year.

Are there additional benefits to FGT membership?

The board defines membership benefits. Please <u>see our website</u> to view the current non-Jurisdiction membership costs and benefits. Please <u>inquire with staff about Jurisdictional Membership costs/benefits</u>. Membership benefits may change from year to year as determined by Board action.

Can someone buy multiple memberships to get more votes?

No. No person may have or represent more than one membership.

Who sits on the Board?

The Board is comprised of nine people with four seats reserved for Jurisdictions, three for Nonprofits, and two for Individual or Business/Corporate members.

Who represents a Jurisdiction, Nonprofit, or Business/Corporate membership to FGT?

These entities are required to notify FGT who their official representative to the organization is. This representative is the person who can vote on behalf of the entity at Annual Meetings. These entities are also requested to designate an alternate to act on behalf of the representative if they are unavailable. The representative and alternate are also the people from the entity who can serve on the Board should they be elected or appointed.

How long are Board terms?

Board terms are usually three years long however at the first Annual Meeting (in 2022), four of the nine Board candidates stood for two-year terms to establish some term staggering.

When is the Annual Meeting?

The date of the Annual Meeting is set by the President with at least ten days' notice. It is likely that Annual Meetings will occur in the late fall or early winter.

What happens at the Annual Meeting?

An Election to fill vacant Board seats happens at the Annual Meeting. The Annual Meeting may also include any other content the Board indicates (e.g., presentations, advisory votes, etc.).

How does the Board Election occur?

Normally, the Board recruits/nominates a slate of candidates to fill three-year terms for any vacancies on the Board. These are presented to the membership for consideration and election at the Annual Meeting. Traditionally, nominations from the floor may also be made.

Is election at the Annual Meeting the only way to add Board Members?

No. During the year, the Board may *appoint* eligible members to the Board to fill vacancies, but seat quotas by membership type must be maintained. Appointed Board members only serve until the next Annual Meeting, at which they must stand for election to a full three-year term.

Are there term limits for Board Members?

Yes. Board members are limited to two consecutive three-year terms. Service for the initial two-year terms (mentioned above), or service as an appointed (rather than elected) Board member does not count towards limits. After hitting a term limit, a full year must elapse before one is eligible to serve <u>full board terms</u>. However, one may be *appointed* to the Board but only serve until the next Annual Meeting.

How are the Board's Officers Chosen?

At the last Board meeting of the year, the Board elects its Officers — the President, Vice-President, Treasurer, and Secretary. Of these, nominations to President and Vice President shall first be open exclusively to Jurisdiction representatives. If Jurisdiction representatives do not fill either or both of those Officer positions, then other board members holding other types of memberships may fill those roles.

Why are the President and Vice-President treated differently?

Jurisdiction members supply the backbone funding for FGT and are given a "first right of refusal" to ensure FGT serves their interests well. To avoid an "operational crisis" if no Jurisdiction Board representatives will serve as President and Vice President, other member types may serve in those roles.

How are the Officers different than other Board members?

The Officers have specific duties and powers as defined by the bylaws (not covered here). The Officers comprise the Executive Committee (EC), which may conduct business on behalf of the Board between Board meetings (however the Board must receive notification of all actions taken by the EC at its next meeting). The exact powers of the EC are reviewed annually by the Board. On the EC, all Officers have equal power (i.e., one vote). In Board meetings, all Board members have equal power (i.e., one vote).

How are Board meeting notifications handled?

We use a Google Group to send out Board meeting agenda packets (and other messages throughout the year). All Board members are automatically added to this group. Also, Representatives and Alternates from Jurisdiction, Nonprofit, and Business/Corporate members are added to this list.

Is the Google Group Open to others?

Yes. Traditionally, anyone who is interested in ForeverGreen Trails has been welcomed to join the Google Group. We recommend that all FGT members consider joining the FGT Google Group in order to stay informed about the organization's operations (please email our staff to be added).

Are Board and committee meetings open to others?

Yes. Any FGT member may attend a Board or committee meeting. We will try to make time for introductions at the start of the meeting and will also try to accommodate comments from FGT members. It is helpful to notify staff of your intent to attend, particularly if you wish to speak. FGT has had a policy of all meetings being open to anyone, though the Board may determine that an Executive Session limited to Board Members and staff is needed to conduct special business such as legal agreements or personnel matters. For clarity, only Board members may vote at Board meetings. Members who have not been elected or appointed to the Board may not vote at Board meetings.