



## BYLAWS

### VERMONT TRAILS & GREENWAYS COUNCIL Revised January 11, 2001

#### Article I

##### ▪ Name

The name of this organization shall be "Vermont Trails and Greenways Council, Inc." (VT&GC) and shall be incorporated under the laws of the State of Vermont.

#### Article II

##### ▪ Objectives

- A. The purpose of the Vermont Trails and Greenways Council (hereinafter referred to as the Council) is to ensure that people will always have access to adequate land and water-based trails and greenways.
- B. Under Vermont statute, Title 10, Sections 441 through 449, "The Vermont Trails & Greenways Council is called upon to provide advice to the Agency of Natural Resources in maintaining and improving a network of trails to be known as the 'Vermont trails system'." Under 10 VSA, Section 443, "The Council shall provide advice regarding criteria for recognition of single-use and shared-use trails." Under Title 10, Section 445, "The Council shall advise on all matters related to the Vermont trails system, including the allocation of state and federal funds appropriated related to trails."
- C. Under Title 10, Section 442, "'Trails' mean land used for hiking, walking, bicycling, cross-country skiing, snowmobiling, all-terrain vehicle riding, horseback riding, and other similar activities. Trails may be used for recreation, transportation, and other compatible purposes."
- D. The Council will:
  1. promote the development, improvement, maintenance, and protection of trails by all groups and agencies;
  2. promote coordination of efforts among user groups and government agencies;
  3. encourage educational programs by all related groups and agencies.

The Council may:

1. serve as a clearinghouse;
2. carry out studies and promote research and publications;
3. coordinate matters related to appropriate legislation.

### Article III

#### ▪ Membership

- A. Membership shall consist of “State-wide” members, “Regional” members, “Local/Community” members, “Individual” members, and “Commercial” members.
  - 1. State-wide members shall include trail-using or trail-providing organizations and agencies that represent or provide services related to trails on a statewide basis.
  - 2. Regional members shall include trail-using or trail-providing organizations and agencies that represent or provide services related to trails on a regional (multi-town) basis.
  - 3. Local/Community members shall include trail-using or trail-providing organizations that serve, represent, or provide services related to trails within a municipality.
  - 4. Individual members include any individual interested in the work of the Council.
  - 5. Commercial members shall include individuals and businesses that provide trail-related goods and services.
- B. The Vermont Department of Forests, Parks and Recreation, the Fish and Wildlife Department, the Agency of Transportation, the Vermont League of Cities and Towns, and the National Park Service shall be State-wide members of the Council, are not required to pay a membership fee, and one representative of each shall have full voting rights.
- C. Membership qualification questions shall be determined by the Board. The staff person from Forests, Parks and Recreation shall determine placement of members within membership categories.
- D. Membership fees shall be established by the Board.

### Article IV

#### ▪ Board of Directors

- A. The Board of Directors of the Council shall consist of the elected officers of the Council, two representatives from the State-wide members, two representatives from Regional members, one from Local/Community members, and one representative at large representing Individual and Commercial members.
- B. The nominating committee shall nominate the officers and directors who shall be elected at the annual meeting.
- C. The Board shall have the authority to conduct all the business of the Council except as provided for in these Bylaws.
- D. Vacancies on the Board or an officer vacancy shall be filled by the Board with such person(s) to serve until the next annual meeting.
- E. The Board of Directors shall not be eligible for any salaried positions and contracts with the Council.

### Article V

#### ▪ Committees

- A. The Board shall appoint such committees as it deems appropriate.
  - B. The Board Chair shall appoint the nominating committee. It shall consist of four members and shall be representative of the Council, including representatives from the Board as well as Council members.
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## **Article VI**

### **▪ Meetings**

- A. The Board shall meet at least four times per year.
- B. Special meetings of the Board of Council may be called any time by the Chair, by a petition of at least five members of the Board, or 10% of the Council membership.
- C. The Secretary shall notify members of regular meetings at least 10 days in advance. The notice shall include the time, place, and general nature of the business to be transacted.
- D. The annual meeting of the Council shall be held during the months of April or May.

## **Article VII**

### **▪ Officers**

- A. The officers of the Council shall be the Chair, Vice Chair, Secretary, and Treasurer, all of whom shall be elected from the membership of the Council.
- B. The duties of the officers are as follows:
  - 1. The Chair shall preside over all meetings of the Council. The Chair shall be, ex-officio, a member of all committees except a nominating committee. The Chair shall have the usual powers of supervision and management as may pertain to the office of the Chair and perform other such duties as may be designated by the Council.
  - 2. The Vice Chair shall, in the event of absence, disability, or death of the Chair, possess all the powers to perform all of the duties of that office until such time as the Council shall elect one of its members to fill the vacancy. The Vice Chair shall perform such duties as the Chair may designate.
  - 3. The Secretary shall keep minutes of all meetings of the organization. The Secretary shall perform such other functions as may be incident to the office.
  - 4. The Treasurer shall be the custodian of all monies, shall deposit them in a bank approved by the Council, and shall disburse the same only upon order of the Council. The Treasurer shall present statements to the Council at their regular meetings and an annual report at the annual meeting.
- C. The officers shall be elected for one-year terms from the membership of the Council at its annual meeting and shall continue in office until relieved by their successors. Officers may serve an unlimited number of terms.

## **Article VIII**

### **▪ Fiscal**

- A. The fiscal year shall be from June 1 to May 31.

## **Article IX**

### **▪ Quorum**

A quorum for meetings shall consist of at least 50% of the members of the Board.

## **Article X**

### **▪ Amendments**

These Bylaws may be amended by a two-thirds majority of those members voting on proposals of amendments made at a duly notified meeting of the Council. Such proposals for amendments shall be set forth in the notice of the meeting.

## **Article XI**

Business shall be conducted by the most recent edition of the Roberts Rules of Order.

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