



SOCIETY OF AMERICAN FORESTERS

District #1 Council Representative

3515 Oakmont Street NE, Tacoma, WA 98422 (253) 320-5064
jewalkowiak@harbornet.com

Inland Empire SAF Executive Committee Meeting

August 6, 2014

District #1 Report

New SAF CEO:

The June meeting of the SAF Council was convened at the Rockville Hilton in Rockville, MD on June 7- 8. President Dave Walters opened the meeting by introducing and welcoming our new Chief Executive Officer, Matt Menashes. Matt came on-board June 2 after a lengthy search process involving a search committee, consultants, and interviews by the SAF officers. Matt's selection was unanimously approved by the Council. Matt is a very impressive individual with a high level of experience running non-profit organizations. Matt comes to SAF after serving as the chief operating officer of the Association of Fish and Wildlife Agencies in Washington, D.C. He is full of energy and ideas on working with the Council and membership to move SAF forward.

His early impressions are that SAF is in good fiscal shape considering the recent recession. We are facing many of the same issues that most other non-profits are facing. Matt intends to make himself available to our membership any way he can. He is member oriented and wants to get to know as many members as he can as soon as he can. If you end up in the same venue as Matt, please introduce yourself and get to know him.

Governance Documents:

The Council has spent considerable time through the Ad Hoc Committee on Governance Documents, led by Kim Steiner (District 7 Representative) to update the existing Articles of Incorporation, Constitution, and Bylaws into new Articles of Incorporation, Bylaws, and a policy and procedures manual. As a refresher, in 2010 the District of Columbia revised the law on incorporating nonprofits like SAF. So that SAF could come into compliance with the new law, SAF membership voted last fall change to DC articles of incorporation consistent with the new law. While doing this, it was decided to update the constitution and bylaws to bring them current with standard operations and terminology used by nonprofits.

Currently, our constitution reflects what standard terminology would call bylaws and would be the governance authority of SAF. The committee has revised the constitution by placing the governing authorities into bylaws and stripping procedure out of the bylaws and placing them in a document now called a "Policy and Procedures Manual"; which will be the day to day operations of the SAF and often change. The Ad Hoc committee made the proposed changes to the Articles and Bylaws and presented them to the Council.

The Council unanimously accepted the **Recommendations** (see below) and will be presenting them to the full membership in October to vote on. At the same time membership votes on these documents, there will be a vote on proposed changes to the categories of membership. The outcome of that vote will be incorporated into the new bylaws, if approved by membership.

Recommendations

Recommendation 1: To use Articles of Incorporation to reincorporate under current District of Columbia law, as directed by the Membership in 2013. (Requires approval by Member referendum.)

Justification: This is a legal document, most of whose elements and language are prescribed by law. The only elements particular to SAF are the statement of purpose or mission and the number of members on the Board of Directors (14). The language "Board of Directors" (not Council) is required by DC law, our attorneys have determined that the Articles of Incorporation must be voted on by the Membership. The proposed Articles employ the existing SAF mission statement.

Recommendation 2: To adopt the following revisions to the SAF mission statement. (Approved by Council in March 2014; requires Membership approval.)

The mission of the Society of American Foresters is to advance the sustainable management of forest resources through science, education, and technology, and practice of forestry; to enhance the competency of its members; to establish professional excellence; and to use our knowledge, skills, and conservation ethic of the profession to ensure the continued health, integrity, and use of forests ecosystems and the present and future availability of forest resources to benefit society in perpetuity.

Justification: Council approved the revised Mission Statement from the recommendation of the Membership and Credentialing Task Force at its March 2014 meeting. The purpose of the changes is to convey our common understanding of the mission of SAF in a way that does not create artificial barriers to the appeal of membership in our organization. If both Recommendations 1 and 2 are approved by the Membership, the Articles will be revised before filing to incorporate the new mission statement.

Recommendation 3: To accept revised Bylaws as the fundamental governance document of SAF, replacing the existing Constitution. (Requires approval by Member referendum.)

Justification: The terminology that SAF uses for its governance documents is confusing because it is out of step with common, contemporary practice. Currently, our fundamental rules of governance are embodied in a "Constitution." Under this recommendation, the Constitution will be renamed "Bylaws" in order to bring us in line with conventional definitions and expectations of non-profit governance. As is true for the existing Constitution, the new Bylaws will require at two-thirds vote of the Membership for amendment. Our current bylaws document, into which SAF has gathered its supplementary procedural rules and guidelines, and may be amended by Council, will be retitled "Policies and Procedures Manual." Changes were required to transform the Constitution into a Bylaws document. Some were needed to delete or update obsolete provisions of the Constitution that were never fixed (such as removing the International Membership category, which was eliminated by member referendum in 2008); some to bring our governance into compliance with current District of Columbia law; and some to respond to emphatic recommendations from our attorneys, who are familiar with best practices for organizations like ours. However, other than necessary changes, the proposed Bylaws have been drafted to embody the substance of existing SAF rules of governance (and as far as possible the exact wording) while still complying with the law. In the view of Council, they represent minimal change from current practice. The most substantive changes are as follows:

Because we are required by DC law to have a Board of Directors, Council will be in the future have the formal title of Board of Directors. Functionally, the Board will operate as Council has in the past. The position of Executive Vice-President will be renamed Chief Executive Officer. DC law does not require this change but it is in line with most non-profit corporations and with the actual responsibilities that our EVP has had for a great many years. The EVP (CEO) will no longer be an officer and voting member of Council (the Board).

A Secretary-Treasurer has been added to the list of officers of SAF to comply with DC law. The chair of the Finance Committee, appointed annually by the SAF President, has in the past performed nearly all the functions of a Secretary-Treasurer. The proposed Bylaws would add the title Secretary-Treasurer to this position.

Recommendation 4: To rename the category "Professional Member" to "Member." (Approved by Council in December 2013; requires Membership approval.)

Justification: Council approved this recommendation of the Membership and Credentialing Task Force at its December 2013 meeting. If this recommendation is approved by the Membership, the proposed Bylaws (or Constitution, depending upon the vote on Recommendation 3) will be amended to replace the term Professional Member with Member.

Recommendation 5: To extend the eligibility requirements for Member (currently, Professional Member) to include those persons now eligible only for Conditional Membership, and to eliminate the category Conditional Member. (Approved by Council in December 2013; requires Membership approval.)

Justification: Council approved this recommendation of the Membership and Credentialing Task Force at its December 2013 meeting. If this recommendation is approved by the Membership, the proposed Bylaws (or Constitution) will be amended to 1) eliminate the category Conditional Member and 2) extend eligibility for Member (Professional Member) to include those "those with a baccalaureate or higher in the broad field of forestry, but from an unaccredited programs, and who have less than three years qualifying experience."

Recommendation 6: To extend the eligibility requirements for Member (currently, Professional Member) to include those persons now eligible only for Associate Membership, and to eliminate the category Associate Member. (Approved by Council in December 2013; requires Membership approval.)

Justification: Council approved this recommendation of the Membership and Credentialing Task Force at its December 2013 meeting. If this recommendation is approved by the Membership, the proposed Bylaws (or Constitution) will be amended to 1) eliminate the category Associate Member and 2) extend eligibility for Member (Professional Member) to include those "those with a baccalaureate or higher in a subject area not within the broad field of forestry but who work in a position that strongly influences the profession of forestry."

Recommendation 7: To extend the eligibility requirements for Member (currently Professional Member) to include those persons now eligible only for Technician Membership, and to eliminate the category Technician Member. (Approved by Council in December 2013; requires Membership approval.)

Justification: Council approved this recommendation of the Membership and Credentialing Task Force at its December 2013 meeting. If this recommendation is approved by the Membership, the proposed Bylaws (or Constitution) will be amended to 1) eliminate the category Technician Member and 2) extend eligibility for Member (Professional Member) to include those "those graduates of associate degree programs within the broad field of forestry."

Please pay attention to this. This vote is very important. SAF staff will implement a communications plan to get the word out to members. Staff is working diligently to be sure the changes are transparent to the membership. Be watching the Source throughout the summer for more information on this important decision. A change to the Articles and Bylaws requires a two-thirds vote of the members. In a separate email I will forward the final versions of the Articles of

Incorporation, and Bylaws, along with a FAQ. Matt Menashes will be hosting a conference call/webinar on August 8th at 12 noon our time to discuss with interested SAF leaders.

Status of Wild Acres Sale:

The Council was updated on the status of the sale of the Wild Acres property. Initially, it was thought that the sale would close as early as this past May. We learned in March that it would not close prior to the contract date of August 22, 2014. We recently learned that permitting time frames would delay the closing, likely until November 22nd, triggering a clause in the contract requiring the buyer to pay a penalty for the delay. The Finance Committee had the opportunity to visit with key representative of the buyer. Following the meeting with the buyer representatives, we are comfortable that the sale will go through this fall or early winter.

The delay in the sale is causing some temporary budget problems. It was intended that income from investing the proceeds from the sale would result in a balanced 2014 budget. CEO Menashes has arranged for a \$250,000 advance from the developer to cover the budget.

The sale of the property will provide SAF with a sizeable endowment fund. We are making every effort to assure that the monies are invested wisely. To that end, the Finance Committee recommended investment guidelines to Council that will provide SAF with a stream of income over the years while striving to maintain and grow the principle. Council unanimously approved the investment guidelines.

The Committee on Forest Policy:

The Committee on Forest Policy presented four-policy statement for consideration, two for approval, one for retirement, and one for a decision on whether to rewrite it or retire it. Position Statements on Herbicide Use on Forest Lands and Wildland Fire Management were approved, the statement on Utilization of Forest Biomass to Restore Forest Health and Improve US Energy Security was retired, and the Committee will rewrite the statement on Professionals in Public Natural Resource Management Agencies.

Candidates for District #1 Council 2015-2017

As my 3-year term as District #1 Council Representative ends on December 31st. Two SAF members have agreed to run for the District #1 Council position beginning January 1, 2015 and ending December 31, 2017.

Dr. Keith Blatner, of the Inland Empire SAF located in Pullman, WA employed as the Chair and Professor of Forest Economics at Washington State University.

Roger Burnside of Alaska SAF located in Anchorage, AK and recently retired as Forest Health Specialist from the Alaska Division of Forestry.

Please look for their complete bio's and campaign statements in the upcoming Forestry Source.

2014 Convention:

This year's convention is shaping up to be an outstanding event. The convention is combined with the Canadian Institute of Forestry and co-located with the International Union of Forest Research Organizations (IUFRO) to be held in Salt Lake City, UT on October 8-11. As of July 25th, over 2500 people have registered for the IUFRO.

Information on Convention can be found in the June issue of the Source or go to <http://www.xcdsystem.com/saf/site14/> We encourage you to attend and recommend you get your hotel reservations soon.

Remember the early registration ends on August 10th! Because of the many events schedule at this year's convention with CIF and IUFR0, Council will not meet at the Convention. The next scheduled meeting will be in Bethesda, MD in early December.

Respectfully submitted by John Walkowiak
District #1 SAF Council Representative
July 28, 2014