

The Mountaineers Tacoma Branch Charter

1.0 **BRANCH NAME**

This branch shall be known as “The Mountaineers, Tacoma Branch.”

2.0 **AUTHORITY**

2.1 This charter is adopted pursuant to the authority granted by Article IX of The Mountaineers Bylaws.

2.2 The Tacoma Branch Council may establish operating rules, policies, and procedures consistent with the Tacoma Branch charter and the governing instruments of The Mountaineers.

2.3 The Tacoma Branch abides by and supports The Mountaineers’ Member Code of Ethics, Prohibited Behavior Policy, and Prohibited Behavior Investigation Policy. The Tacoma Branch is committed to building and maintaining a culture where everyone belongs, feels safe and respected. Each of us plays an important role in making this goal a reality.

3.0 **PURPOSE**

The purposes and mission of the Tacoma Branch shall be those of The Mountaineers, with a focus on the members of the Tacoma Branch.

4.0 **MEMBERSHIP**

Membership in the Tacoma Branch is open to all Mountaineers members in good standing who choose to select the Tacoma Branch for their Mountaineers branch affiliation.

5.0 **TACOMA BRANCH COUNCIL**

The Mountaineers, Tacoma Branch shall be governed by the Tacoma Branch Council.

5.1 **COUNCIL RESPONSIBILITIES**

Responsibilities of the Tacoma Branch Council include:

- 5.1.1 Confirmation of committee chairs, (or participate in other processes for chair selection as stated in committee charters).
- 5.1.2 Approval of Tacoma branch committee charters
- 5.1.3 Monitoring and approval of expenditures
- 5.1.4 Administrative management of the Tacoma Program Center

- 5.1.5 Support and oversight of volunteers
- 5.1.6 Approval of new activities or major changes to existing activities
- 5.1.7 Ensuring activities are aligned with The Mountaineers purpose, mission, and values
- 5.1.8 Ensuring all Council Officers have the tools and information needed to actively participate in managing the Tacoma Branch.
- 5.1.9 Responding to safety and behavior issues that need to be handled at a higher level than the activity committee.
- 5.1.10 Resolving issues involving conflicts or questions between, among or within branch activity and program committees.

5.2 COUNCIL MEMBER QUALIFICATIONS

All Mountaineers members of the Tacoma Branch in good standing shall be eligible to hold office.

5.3 COUNCIL POSITIONS AND DUTIES

The Tacoma Branch Council shall be comprised of no more than eleven members who are current members of The Mountaineers, Tacoma Branch. This includes nine elected members (6 Officers and up to (4) Members-at-Large), plus one appointed officer (the Tacoma Safety Officer).

In addition to attending Tacoma Branch Council meetings and the following general duties, officer duties are detailed in the *Tacoma Branch Council Member Duties* document.

- 5.3.1 **CHAIR**
It shall be the duty of the Chair to provide leadership and oversight of the entire Mountaineers Tacoma Branch.
- 5.3.2 **CHAIR-ELECT**
It shall be the duty of the Chair-Elect to act in the place of the Chair in the latter's absence and shall then have all the powers and duties of the office.
- 5.3.3 **PAST-CHAIR**
It shall be the duty of the Past-Chair to provide guidance and assistance to the Chair.
- 5.3.4 **SECRETARY**
It shall be the duty of the Secretary to take and distribute Council meeting minutes, and to ensure proper procedure is followed for agenda items requiring Council vote.
- 5.3.5 **TREASURER**
It shall be the duty of the Treasurer to guide the Tacoma Branch Council and the

various Tacoma Branch committees in operating as a financially sound unit of The Mountaineers, a not-for-profit corporation.
If the Treasurer is not available, the Treasurer's responsibilities will default to the Branch Chair.

5.3.6 TACOMA BRANCH DIRECTOR

The Tacoma Branch Director is a member of The Mountaineers Board of Directors and holds all legal responsibilities thereof. They are the liaison between the Tacoma Branch Council and the Mountaineers Board of Directors.

5.3.7 SAFETY OFFICER

The Tacoma Branch Safety Officer shall be appointed by the Chair.

5.3.8 MEMBERS-AT-LARGE (up to 4)

Members-At-Large shall attend Tacoma Branch Council meetings and take on tasks as needed.

6.0 TERMS OF OFFICE AND ELECTION OF COUNCIL MEMBERS

6.1 TERMS OF OFFICE

- 6.1.1 Unless otherwise defined below, the term of office for all Tacoma Council Members shall be 2 years.
- 6.1.2 The term of office for the Tacoma Branch Director to the Mountaineers Board of Directors shall be three years, per The Mountaineers Bylaws.
- 6.1.3 The term of office for the Chair-Elect / Chair / Past-Chair position shall be as defined in Section 6.2.2.
- 6.1.4 Tacoma Council Members may not serve more than two full consecutive terms in any one position unless a suitable candidate is not found. The exception is the three-year Chair-Elect/Chair/Past-Chair sequence which a person may serve only once unless a suitable candidate is not found.

6.2 ELECTION OF COUNCIL MEMBERS

- 6.2.1 **ELECTION FREQUENCY:** Elections are held annually. The Tacoma Branch Secretary shall coordinate the election and election announcements.
- 6.2.2 **CHAIR-ELECT / CHAIR ELECTION:** The Chair-Elect shall serve the first year of their three-year term as Chair-Elect. They shall automatically succeed to the office of Chair for the second year of their term. They shall serve as Past-Chair for the third year of their term.
Should the Chair-Elect be unable or unwilling to succeed as Chair, or should the Chair-Elect position be vacant, the Chair shall be nominated and elected in the same manner as the other Officers as provided in this Article, except the term of office for a Chair so elected shall be limited to two years: one year as Chair and one year as Past-Chair.

6.2.3 TERM BEGINS: All Council member terms will begin in November, beginning at the first scheduled Council Meeting following the election.

6.2.4 VACANCY: A vacancy shall be deemed to exist in a branch office by reason of resignation, removal from office, lack of election candidates, or by three consecutive months' failure to attend Tacoma Branch Council meetings or to perform other duties required herein unless previously excused by the Tacoma Branch Council.

Vacancies in any office shall be filled by appointment by the Tacoma Branch Chair. An appointed Officer shall hold office until the next general election. No member may serve in more than one office at a time, except on a temporary basis while an unfilled position is filled.

6.3 NOMINATING COMMITTEE

6.3.1 FORMATION AND CHARGE: A nominating committee comprised of Tacoma Branch members representing a wide range of activities shall be formed by the Tacoma Branch Council to oversee the election process, beginning at the first meeting of the calendar year. The primary charge of the committee is to facilitate the election, recruit candidates (if necessary) and work with the Secretary to ensure the election process is executed in accordance with established policies and procedures.

6.3.2 APPROVING CANDIDATES: Recognizing that all council positions require knowledge of the Branch, the Nominating Committee shall review such knowledge of all candidates for Council positions. Only those candidates approved by the Nominating Committee shall be allowed to run for Tacoma Branch Council positions.

6.3.3 NOMINATING COMMITTEE CHAIR: The Tacoma Branch Council will be responsible for selecting the Chair of the nominating committee. The committee Chair shall not be a candidate in the upcoming election.

6.4 ELECTION PROCESS

6.4.1 VOTER ELIGIBILITY: All Tacoma Branch members in good standing shall be eligible to vote in Tacoma Branch and organization-wide Mountaineers elections, in accordance with the Mountaineers Bylaws.

6.4.2 ELECTION TIMING: Elections shall be held one month prior to the end of Council terms, generally in October.

6.4.3 VOTING DECISION: The winning candidate is selected by receiving a simple majority of votes cast.

7.0 COMMITTEES AND ACTIVITIES

7.1 COMMITTEES

The Tacoma Branch Council shall delegate the management of all activities and properties of

the Tacoma Branch to such committees as it sees fit.

7.2 COMMITTEES FOR NEW ACTIVITIES AND PROGRAMS

Committees for new activities and programs may be chartered by the Tacoma Branch Council. To do so, a group of Tacoma Branch members must present a prospectus of committee scope, agenda, and timeline, the Tacoma Branch Council must examine the facts and circumstances, and the Council must conclude that the interests of the Tacoma Branch and its members will be served thereby. Any new activity to the Tacoma Branch must go through the vetting and approval process as indicated in the *Tacoma Branch Procedures manual*.

7.3 COMMITTEE MEMBERS

Each committee may elect or appoint as many members to assist as deemed necessary, consistent with their charter.

7.4 CHARTER CONFLICT

Should a conflict be found between this Tacoma Branch Council charter and the charter of any Tacoma branch committee the intent of the Tacoma Branch Council charter shall prevail.

8.0 DUTIES OF COMMITTEES

8.1 SCOPE

Each committee/program shall act within its sphere of interest, with purposes, powers, duties, and reporting relationships defined and documented in a charter (or other appropriate governing document).

The committee/program charter shall be consistent with The Mountaineers Bylaws, the Tacoma Branch Charter, and other applicable Mountaineers policies, procedures, guidelines, and resolutions.

Each committee shall be authorized to govern as described in its charter, and to manage participation within the scope of its charter and the relevant Mountaineers club wide Activity Minimum Standard. This includes, but is not limited to:

- 8.1.1 Adoption and amendment of appropriate structure, governing documents and other appropriate rules, regulations, policies, and procedures
- 8.1.2 Selection of a chair, officers, and committee members
- 8.1.3 Management of its budget, control of funds and expenditures
- 8.1.4 Approval and training of activity leaders
- 8.1.5 Fair and consistent disciplinary procedures.

8.2 CHAIR SELECTION AND CONFIRMATION

Activity and Program Committee Chairs or Co-Chairs shall be selected by the committee, consistent with their charter, and shall be confirmed by the Tacoma Branch Council.

8.3 REMOVAL OF CHAIR

Activity and Program Committee Chairs may be removed by majority vote of the Tacoma

Branch Council upon a showing of good cause after a prompt and timely due process hearing.

8.4 RESOLUTION OF CONFLICT

The Tacoma Branch Council is empowered to resolve issues involving conflicts or questions between, among or within activity and program committees, and to dispose of petitions from Branch members or other program and activity participants allegedly aggrieved by the failure of any committee to follow its own rules by any asserted inconsistency between a committee practice and a controlling Mountaineers or Branch policy or procedure, or by the failure of any committee to provide an appropriate disciplinary and grievance process. The Tacoma Branch Council may delegate its authority in the foregoing respects to an appropriate administrative committee.

8.5 PROHIBITED-BEHAVIOR COMPLAINT

The Mountaineers Board Policy on Prohibited Behavior identifies certain serious behaviors which, if reported on a Mountaineers member, must be investigated. Behaviors falling into the category of discrimination, harassment or retaliation against reporting members automatically escalate to staff-level investigation. If a serious behavior is reported that does not fall into one of those categories, the board policy requires, to the extent possible, that an investigation be conducted at the level at which the complaint arose or the behavior occurred – usually by the relevant activity committee. However, should the nature of the complaint or apparent conflict of interest justify it, the complaint may be investigated and reviewed at the next highest level (for example, by the branch leadership).

8.6 SUMMITS AND ACTIVITY STANDARDS

Most Mountaineers activities are governed by club-wide activity standards developed at cross-branch activity summits and approved by the Branch Leadership Committee. Every activity committee chair is responsible for ensuring that their committee participates in good faith in the summit process for their activity and works with staff to maintain relevant and up-to-date club-wide Activity Standards. (Excepting activity committees for activities which are offered by only a single branch – in those cases that branch's activity committee is responsible for working with staff to maintain relevant and up-to-date Activity Minimum Standards).

8.7 BUDGET MANAGEMENT

The authority of an activity or program committee to manage its own funds and budget is subject to the duty to 1)Submit a proposed annual budget to the Branch Treasurer and 2)Make such financial reports to the Tacoma Branch Council or the Treasurer as the Tacoma Branch Council may reasonably require, and is subject to the Tacoma Branch Council's authority to adopt an overall budget and to control the funds and expenditures of the Branch in their totality.

8.8 DISSOLUTION OF A COMMITTEE

The Tacoma Branch Council has the authority to dissolve any committee by majority vote if the committee is no longer able to carry out its mission and reasonable efforts to resolve the situation have not been successful.

9.0 **MEETINGS**

9.1 **MEMBERSHIP**

Meetings of the membership shall be held at such time and place as the Tacoma Branch Council may designate. Due notice of each meeting shall be made through all possible modes of communication available at the time.

9.2 **TACOMA BRANCH COUNCIL**

Regular meetings of the Tacoma Branch Council shall be scheduled as needed to conduct branch business, at least quarterly. Whenever possible, all decisions by the Tacoma Branch Council shall be made at meetings provided for in this article. Council meetings are open to all Tacoma Branch members. Regular council meetings shall be published in the Tacoma Program Center calendar

9.3 **SPECIAL MEETINGS**

Special meetings of the Tacoma Branch Council may be called by the Chair, Chair-Elect or via Council majority request at any time. Due notice shall be given.

9.4 **MEETINGS HELD ELECTRONICALLY**

Except as otherwise provided in this Charter, meetings of the Tacoma Branch Council may be conducted through use of internet meeting services designated by the Chair that support anonymous voting and support visible displays identifying those participating, identifying those seeking recognition to speak, showing (or permitting the retrieval of) the text of pending motions, and showing the results of votes. These electronic meetings of the Council shall be subject to all rules adopted by the Council to govern them, which may include any reasonable limitations on, and requirements for, Council members' participation.

10.0 **QUORUM AND VOTING**

10.1 **QUORUM**

A majority of all Tacoma Branch Council members constitutes a quorum. Each Branch Council member has one vote. Action shall be by majority vote of the council members in attendance.

10.2 **VOTING**

Each Tacoma Council Member in attendance at a Council meeting is entitled to vote on any matter coming before the Tacoma Branch Council.

10.3 **CASE OF NO QUORUM**

Should a quorum not be present no business can be conducted by the council. The only actions that are in order are to adjourn, recess, or take actions to obtain a quorum.

10.4 **ABSENTEE VOTING**

Absentee voting may be approved by the council for routine items of business such as approving activity committee actions. The council may choose an appropriate method of collecting absentee votes and the timeframe for the absentee voting.

11.0 REMOVAL**11.1 COUNCIL MEMBERS**

No Tacoma Branch Council member shall be removed from the Council except for good cause. The process of removal may be initiated upon a two-thirds vote of the Council, with the affected Council member counting only toward the quorum. Removal may only be voted for good cause shown at a meeting called for that purpose, with notice of that purpose sent to all Council members and to the Branch Leadership Committee.

11.2 TACOMA BRANCH VOLUNTEERS

A Tacoma Branch volunteer may be removed from the Tacoma Branch volunteer roster in accordance with the policies and procedures then in place for the removal of volunteers by The Mountaineers.

11.3 COMMITTEE MEMBERS

A Tacoma Branch activity committee may be removed from the relevant committee per that committee's charter.

12.0 RULES OF ORDER

Robert's Rules of Order, Newly Revised, shall govern all parliamentary matters.

13.0 CHARTER AMENDMENTS

An amendment may be proposed in either of the following ways: by petition by any member of the Tacoma Branch or by majority vote of the Tacoma Branch Council.

13.1 AMENDMENT BY PETITION

Any Tacoma Branch member may propose an amendment to the Tacoma Branch Charter by presenting the text of the proposed amendment to the Secretary together with a petition signed by at least twenty Tacoma Branch members in good standing. Upon validation of the signatures, the Secretary shall present the proposed amendment to the Tacoma Branch Council for acceptance at its next meeting or within fifteen days of receipt whichever is later.

13.2 AMENDMENT BY TACOMA BRANCH COUNCIL

Any Council Officer or any committee appointed by the Tacoma Branch Council may propose an amendment to the Tacoma Branch Charter by presenting the text of the proposed amendment to the Tacoma Branch Secretary, who shall then present the proposed amendment to the Tacoma Branch Council at their next meeting or within fifteen days of receipt, whichever is later.

13.3 APPROVAL OR REJECTION OF AMENDMENTS

The Tacoma Branch Council shall vote on the proposed amendment no later than the first meeting following its presentation. A simple majority vote of the Tacoma Branch Council is required for branch approval or rejection of proposed amendments. The proposed amendments become final after approval by the Branch Leadership Council.

Adopted:

Amended:

DRAFT