

Verde Watershed Association

Articles of Association

MISSION STATEMENT

The VWA is founded on the principle that wise and sustainable use of water resources is best accomplished by a voluntary association of members of the watershed communities, working together to understand both the watershed and each other. Such understanding will be the basis for resolving conflicts and promoting cooperative use of the water resources.

VERDE WATERSHED ASSOCIATION

ARTICLES OF ASSOCIATION

Amended on the 17th day of December, 2003

ARTICLE I – Organization Name

The name of this organization is the Verde Watershed Association. It is hereinafter referred to as the “VWA.”

ARTICLE II – Philosophy

Section 1. The VWA is founded on the principle that wise and sustainable use of water resources is best accomplished by a voluntary association of members of the watershed communities, working together to understand both the watershed and each other. Such understanding will be the basis for resolving conflicts and promoting cooperative use of the water resources.

Section 2. This organization will evolve as conditions change and as new needs are perceived and understood. This is particularly true in the early days of such an innovative undertaking. These Articles of Association will evolve as the work of the VWA evolves. As the need for change is made, utmost care must be taken to ensure that the resulting organization is comprehensive and inclusionary, not selective and exclusionary.

Section 3. It is essential that the VWA conduct its activities in a manner that guarantees comprehensive, fair, balanced, and unbiased consideration of water resource issues in the watershed. Strong differences of opinion will be sought out and accommodated within its structure.

The VWA’s challenge is not to decide who wins or loses, but to be as diligent as possible in hearing and understanding all sides of an issue, then in determining what compromises and accommodations may provide the most beneficial mix of benefits over the longest term to the most people, all in consonance with the highest level of protection for the Verde’s water resources.

Section 4. To gain a greater understanding of the watershed, the VWA must look beyond the water resources to consider all activities in the watershed and how they interact with and are limited by the water resource.

ARTICLE III – Goals, Objectives, Strategies, and Products

Section 1. The goals of the VWA are to preserve and protect the Verde River and its watershed, by means of local initiative and control, while using its water resources in a sustainable productive way, avoiding long-term damage or loss of productivity through misuse or overuse.

Section 2. Principle objectives of the VWA include:

- a. Community-based involvement in developing a comprehensive understanding of the watershed in all its aspects, i.e. physical, biological, chemical, social, legal, economic, and political; as well as community-based involvement in influencing watershed planning, water management and decision-making, water legislation, and water resource conflict resolution.
- b. Development of a watershed management plan.
- c. Influence of legislation for the broad benefit of those comprising the watershed community.
- d. Promotion and establishment of healthy, productive, and sustainable communities in the basin, including riparian, upland, natural, agricultural, and human communities.
- e. Providing advice and counsel based on a consensus of the communities, to both individual interests as well as to public and private entities, on matters affecting the watershed, its wise use and management.
- f. Seeking a viable, more efficient, less expensive, less damaging and more broadly comprehensive alternative to water rights litigation in the courts.
- g. Maximizing local control of water resource planning and management decision-making.

Section 3. The primary strategies of the VWA are to develop a comprehensive, detailed understanding of the watershed and its constituent communities, both natural and human, through intensive discussion; to suggest more sustainable and productive alternatives for the future use of the watershed.

Section 4. The primary products of the VWA are thoughtful and informative advice, counsel and influence directed at those decision-makers, whether individuals or organizations, public or private, whose decisions affect the watershed.

ARTICLE IV – Membership

Section 1. Membership in the VWA will consist of those persons or organizations that pay dues to the VWA. The following structure of annual dues has been determined:

All government Units	\$ 100.00 per year
All businesses (for profit)	\$ 100.00 per year
Civic groups and other private, Not-for-Profit organizations	\$ 50.00 per year
Individuals	\$ 25.00 per year

Section 2. Annual dues are payable to the Treasurer at the start of the calendar year and shall cover the remainder of the calendar year.

ARTICLE V – Association Structure

Section 1. The VWA will consist of three divisions of member participation:

- a. The Board of Directors. The Board of Directors will be responsible for ensuring broad representation from across the watershed at all VWA meetings.
- b. Standing and ad hoc Committees. Standing and ad hoc Committees, as hereunder described, are responsible for providing specialized information to the VWA’s membership, as well as to others in the community about watershed issues.
- c. General Membership. The general membership will participate in conducting the VWA’s business at Association meetings, including hearing and deliberating issues of concern for the watershed.

Section 2. The Board of Directors will consist of a Chairperson, Vice Chairperson, Secretary, Treasurer, and each of the five Regional Liaisons, all as provided for hereunder.

Section 3. The Standing Committee will be a Natural Resources Committee. Additional ad hoc Committees may be constituted, on an as needed basis, as determined from time-to-time by the membership.

The Chairperson of the Standing Committee, or any ad hoc committees, in addition to providing specialized information to the VWA's membership, as well as to others in the communities about watershed issues, will, in rotation, and in coordination with the Chairperson and the Board of Directors, provide programs of information and interest at (approximately alternate) Association meetings.

Section 4. The' General Membership will consist of all those individuals or organizations who pay dues to the VWA. The General Membership's responsibilities are to seek a broad understanding of the watershed and its various communities; to consider issues, and deliberate with one another in open forum; to search diligently for compromises and accommodations that will lead to cooperation and consensus; and, ultimately to help form consensus in providing advice and counsel to those making decisions that significantly affect the watershed.

ARTICLE VI. – Officers

Section 1. At the Association's last general meeting of each calendar year, or as soon thereafter as possible, the general membership will elect an Association Chairperson and Vice Chairperson to serve for the next calendar year. The Association Chairperson will coordinate and facilitate the VWA's business and will conduct the general meetings of the VWA, which duties will fall to the Vice Chairperson in the absence of the Chairperson, or to the Natural Resources Standing Committee Chairperson should both the Association Chairperson and Vice Chairperson be absent. State and Federal government employees shall not be eligible to hold an office.

Section 2. At the same meeting, each year, the membership will elect a Secretary-Treasurer for the calendar year or elect to split the position into two and elect a Secretary and a Treasurer. The Secretary will keep permanent records of all Association proceedings, including a record of meeting participants, notify all members of the general membership of meetings, and maintain membership and address lists, both current and historic.

The Treasurer will be responsible for collecting dues, maintaining the financial records, and

for the financial accountability of the VWA.

The Secretary and Treasurer will cooperate with all efforts to inform the media of VWA activities and programs.

Section 3. At the same meeting each year, or soon thereafter as possible, the general membership will also elect an five Regional Liaisons, representing five regions of the watershed.

Section 4. At the same time as elections are held, or as soon thereafter as possible, the Chairperson will appoint a Chairperson for the Standing Committee from the general membership.

Section 5. In the event of a vacancy, the Chairperson or presiding Chairperson will entertain nominations of individuals from anyone living within, or owning property within the watershed, and the Board will vote to fill the vacancy to the completion of the term.

Page 6

Verde Watershed Association
Articles of Association
Article VII

ARTICLE VII – Association Function

Section 1. The VWA will meet at least monthly. Meetings will be held at various locations throughout the watershed, in rotation, given the availability of facilities and based on the wishes of those participating.

Section 2. All affairs of the VWA will be conducted on negotiated consensus of those participating. The Association Chairperson will conduct the deliberations and discussions in as fair and impartial a manner as possible, and only when the general membership is convinced that all interested parties have been fully and fairly heard, and all compromises explored, will the final outcome of the consensus be determined.

All decisions of the VWA, or on behalf of the VWA, are to be made only in a public meeting, for which there must be a permanent record.

Section 3. The agenda for upcoming meetings will be determined by the Chairperson and/or Vice Chairperson, on a long and short term basis, with input from the Standing Committee chairperson and/or the general membership, with notification to the membership and the

public.

Section 4. Responsibilities of the Standing Committee, as well as any ad hoc committees, may be assigned by the general membership. Each committee is responsible in an ongoing way, for the following:

- a. Surveying and collecting existing information and data on matters of committee concern.
- b. Determining major issues, problems and conflicts, and investigating them to the extent possible.
- c. Determining research and study needs and establishing priorities.
- d. Searching for funding or human resources to address such research needs.
- e. Initiate requests, preparing proposals and/or initiating contacts to promote the Committee's research agenda.
- f. Aggressively recruit both community participants as well as technical experts to contribute to the work of the Committee.
- g. Seek and recommend to the Association, sources of support for the Association's ongoing activities.
- h. Present periodic reports of progress to the Association and make presentations to inform Association members on major issues, problems, and conflicts.

Page7

Verde Watershed Association
Articles of Association
Article VII continued. Article VIII

Section 5. Additions and revisions to policies and procedures of the Association are to be incorporated in these Articles of Association by consensus of the general membership, upon recommendation of the Legal Committee.

All committee and subcommittee decisions will be made by consensus of those participating. VWA records, products and proceedings will be collected and filed by the Association's Secretary, annually.

ARTICLE VIII – Authority

The VWA is a community-based citizens' organization whose authority is derived from its

unique knowledge and shared understanding of the watershed. Its only real authority is derived from higher levels of citizen interest, concern, and involvement. The VWA's authority rests on its influence, based on sound judgments supported by facts and record.

These Articles of Association are intended to be flexible and to allow response to changing conditions; i.e. to facilitate progress and change, understanding and communication, not to hinder them.

ARTICLES OF ASSOCIATION APPROVAL AND AMENDMENT DATES

- Originally adopted the 6th day of July 1993.
- Amended the 20th day of May, 1997.
- Amended the 19th day of January, 1999.
- Amended the 17th day of December, 2003