

MANUAL OF POLICIES & PROCEDURES OF THE GLEN ELLEN FORUM

PREAMBLE

The following abiding principles are fundamental to our organization.

Inclusivity: We draw especially upon the skills and interests of the community of Glen Ellen, hereafter referred to as the Community, which includes those who live, work, own property or own a business within Glen Ellen as defined by the boundaries of the U.S. Postal Zip Code 95442. This includes the distinct place known as Eldridge, which is entirely contained within the boundaries of Glen Ellen.

Transparency: Our gatherings are public, where discussion is encouraged and agreements are reached by consensus. We make full use of all public media to establish robust, interactive communication throughout the Community.

Amity and Comity: We work toward a collaborative consensus in all decisions, in an association of friendly relationships and an atmosphere of mutual courtesy and respect.

ARTICLE 1: INTRODUCTION

This Manual of Policies and Procedures (hereafter referred to as the Manual) is intended to provide essential policies and standard operating procedures for the Glen Ellen Forum, hereafter referred to as the Forum. They detail the organizational structure that implements the Forum's Bylaws to best address the needs of the Community and prevailing circumstances. They may be revised at any time by majority vote of the Board of Directors, hereafter referred to as the Board, without having to amend the Bylaws.

ARTICLE 2: PARTICIPATION IN THE FORUM

Section 1. General.

A. Anyone who lives, works, owns property, or owns a business within the Community, and others who demonstrate an interest in and concern for the welfare of the Community, may participate in General Public Meetings of the Forum. Participation is established by signing in at Forum events, or by electronic or U.S. postal mail. The public is invited to General Public Meetings and can sign up to receive announcements and notifications. It is assumed that all participants will observe the abiding principles given in the Preamble.

B. The Forum may from time to time use the terms "members" and "participants" to refer to persons associated with it, but such persons shall not be members within the meaning of Section 5056 of the California Corporations Code.

Section 2. General Public Meetings.

A. Introduction. General Public Meetings are held monthly. The Chair of the Steering Committee facilitates preparation of the agenda and presides over the General Public Meetings, with input from Forum committees and members of the Board of Directors. A quorum of at least three members of the Board must be present. These General Public Meetings are open to the public, encouraging community involvement and interaction.

B. The standard Order of Business is as follows:

1. Call to order by the Chair of the Steering Committee or by a delegated member of the Steering Committee.
2. Reports from the Standing and Ad Hoc Committees on current projects and activities of the Forum.
3. Responses from those present.
4. Discussion, with consensus noted when an issue presented requires a decision.
5. Program, involving presentations and reports of local interest.
6. Q&A: spontaneous general questions and commentary from those present.
7. Announcements of local interest.

C. Special General Public Meetings may be called by the Board or by the Chair of the Steering Committee when needed to address specific issues. The Chair of the Steering Committee will notify the Board in advance of scheduling such Special Meetings.

D. Notification of all General Public Meetings are to be timely and public.

ARTICLE 3: THE BOARD OF DIRECTORS

Section 1. Membership.

A. Members of the Board of Directors (hereafter referred to as the Board) shall serve a two-year term, and are established by consensus of the sitting Board during the Annual Meeting of the Board, at the end of which they may or may not choose to serve another two-year term.

B. The initial annual meeting of the Board, taking place April 13, 2019, shall confirm sitting Officers as follows:

1. The President, Secretary, and Treasurer shall serve one year, at the end of which they may or may not choose to begin a two-year term as Director but not as an Officer.
2. The Vice President may serve two years, and may serve the second year as President, if so confirmed by the Board.
3. One half of the remaining Directors At Large shall serve one year, at the end of which they may or may not choose to serve a two-year term; the other half of the remaining Directors shall serve two years. This is to establish an overlapping pattern of service to ensure continuity.

Section 2. Regular Meetings of the Board of Directors.

Regular meetings take place in January, July, and October of each year. They are open to the public excepting Executive Meetings of the Officers, which may be called when confidentiality is required.

A. The standard Order of Business is as follows:

1. Call to order by the President or Vice President.
2. Secretary's report: Presentation of the minutes of the previous Board meeting and review of correspondence, with discussion and approval.
3. Treasurer's report: Presentation of the current condition of accounts, with discussion and approval.
4. Committee reports: Presentation of committee accomplishments and issues for the preceding quarter, current activities, and projects and objectives for the next quarter.
5. Old business: Discussion and decisions by either consensus or majority vote of those present.
6. New business: Discussion and assignment for reports to be made during the following meeting.

7. Review and general announcements.
8. Time and place for the next regular meeting is set.

Section 3. Annual Meetings of the Board of Directors.

The annual meeting of the Board takes place in April, at which elections are held and annual reports are presented and distributed.

Section 4. Special Meetings of the Board of Directors.

Special Meetings of the Board may be called when needed to address specific issues. Executive Meetings of the Officers may be called when confidentiality is required.

ARTICLE 4: THE STEERING COMMITTEE

Section 1: Description.

A. The Steering Committee is a voluntary group composed of four (4) officers and representatives of each Standing and Ad Hoc Committee. Nonvoting guests may also participate in discussions that take place during Steering Committee meetings.

B. The Steering Committee develops the agenda for, presides over, and records minutes of all General Public Meetings.

C. The Steering Committee accepts administrative responsibilities delegated by the Board.

D. Representatives of the Steering Committee report their activities to meetings of the Board.

Section 2: Membership.

A. Any member of the Community that has been an active participant in Forum events in good standing for at least one year may apply to become a member of the Steering Committee.

B. Officers of the Steering Committee are established by a majority vote during the annual meeting of the Board.

C. In addition to the Officers, representatives of every Standing and Ad Hoc Committee are voting members of the Steering Committee.

Section 3: Officers.

The following officers of the Steering Committee are selected each year by the sitting Board and Steering Committee, during the Annual Meeting of the Board, to serve for a term limited to one year; these are their duties:

A. The Chair facilitates preparation of the agenda and presides over all General Public Meetings.

B. The Vice Chair facilitates preparation of the agenda and presides at all Steering Committee and all General Public Meetings meetings in the absence of the Chair.

C. The Secretary maintains minutes of all Steering Committee and General Public Meetings as a record of the discussions and decisions that take place. The Secretary attends all General Public, Steering Committee, and Board Meetings.

D. The Communications Chair presides over the Communications Subcommittee, which facilitates all public communications including print and electronic media.

ARTICLE 5: OTHER STANDING & AD HOC COMMITTEES

Section 1: Introduction.

Standing and Ad Hoc Committees are independent and autonomous groups committed to a particular purpose. Their activities are reported to the Meetings of the Board, the Steering Committee, and the General Public Meetings.

Section 2: Standing Committees.

Standing Committees address recurring and ongoing concerns of the community, and have no term of limitation. These may include:

- A. The Traffic & Safety Committee, focusing upon public safety and emergency preparedness;
- B. The Community Projects Committee, focusing upon community improvement and beautification;
- C. The Engagement Committee, focusing upon community outreach including community meals and socials;
- D. The Development Committee, focusing upon due diligence related to fiscal health through philanthropy, grant-writing, and other forms of fundraising.
- E. The Commerce and Tourism Committee, focusing upon the needs of business owners in the Community and the implementation of ideas to support appropriate commerce and tourism.
- F. The SDC/Eldridge Committee, which represents Glen Ellen regarding redevelopment of Eldridge upon the closure of the Sonoma Developmental Center.

Section 3: Ad Hoc Committees.

Ad Hoc Committees are established on an as-needed basis to address specific projects that resolve a particular need of the community, and have a term of limitation relevant to completion of the project. These may include such committees as:

- A. The Advisory Council Exploration Committee, focusing upon developing a relationship with the Sonoma County Board of Supervisors through establishment of a local Municipal Advisory Council.

ARTICLE 6: EXPENDITURES

Approval thresholds for expenditures by the Forum are as follows:

- Less than \$50 requires approval by the Steering Committee Chair and Treasurer of the Board;
- \$50 to \$499 requires approval by a majority vote of the Steering Committee, and the President and Treasurer of the Board; and
- Over \$500 requires approval of a majority of the Board.

ARTICLE 7: ANTI-HARASSMENT POLICY

Our anti-harassment policy expresses our commitment to maintain a place free of harassment, so that all members can feel safe. This policy applies to anyone who takes part in our activities. We prohibit willful discrimination based on age, sexual orientation, ethnicity, race, religion, or disability. Harassment in any form is prohibited, including bullying, intimidation, humiliation, direct insults, malicious gossip, and victimization. Furthermore, retaliation of any sort for reporting harassment is

never tolerated. Any incident covered by this policy will be addressed by the Board of Directors as quickly as possible, and a decision will be made toward resolution and recovery.

ARTICLE 8. CONFLICT & GRIEVANCE RESOLUTION POLICY

Section 1: Description.

Any individual member of the Community, Committee, or Board may bring any procedural conflict or personal grievance in written form or by email to one or more Board members, stating the incident and its impact, with a requested remedy and/or resolution.

The Executive Committee of the Board can call and preside over a meeting to resolve the conflict or grievance. If all parties are not in agreement with the recommendations of the Executive Committee, the matter may be brought to the entire Board.

All parties are encouraged to sign an Agreement to Resolve (as given below) to ensure openness and good faith. When the conflict or grievance is resolved, a Resolution Agreement (as given below) will be signed by all parties, indicating a mutual reconciliation.

Section 2: Agreements.

A. Agreement to Resolve. This is an agreement between [name], [name], and the Executive Committee of the Glen Ellen Forum to enter into discussion to resolve the following issue[s]: *[brief description of issues to be discussed and resolved]*. Each person signifies an agreement to honestly and fully present their concerns, and to hear those of the others involved, by signing below. The Executive Committee will preside and remain impartial throughout the discussion, and will then conclude with observations regarding a resolution of the issue[s] based upon the presentations made. By signing below, participants signify acceptance of the resolution by signing the Resolution Agreement given below. *[Signatures of all parties & date]*

B. Resolution Agreement. By signing below, each person that has taken part in the above discussion signifies reconciliation with an acceptance of the resolution reached. *[Signatures of all parties & date]*

ARTICLE 9. AMENDMENTS TO THESE POLICIES & PROCEDURES

Proposed amendments to these Policies & Procedures are to be submitted in writing to a Regular Meeting of the Board of Directors, where they are to be voted upon and ratified by majority approval.

CERTIFICATE OF SECRETARY

I, Jim Shere, certify that I am the currently elected and acting Secretary of the Glen Ellen Forum, a California nonprofit public benefit corporation, and that the above Manual of Policies & Procedures are the Manual of Policies & Procedures as adopted by the Board of Directors of the Forum on the date specified below and that they have not been amended or modified since that date.

Executed on 4/28/19 at Glen Ellen CA
by Jim Shere