

NEBRASKA MASTER NATURALIST

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Bylaws Of:

The Nebraska Master Naturalist Program

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BYLAWS OF THE NEBRASKA MASTER NATURALIST PROGRAM

ARTICLE I

NAME, PURPOSE, AND RESTRICTIONS

Section 1. Name:

The name of the organization shall be: The Nebraska Master Naturalist Program

Section 2. Mission:

The Nebraska Master Naturalist Program educates a volunteer network dedicated to promoting the conservation of Nebraska's natural resources.

Section 3. Purpose:

- A. Establish and maintain an active volunteer community that advances the conservation of Nebraska's natural resources.
- B. Equip citizens with the skills and knowledge to participate in conservation efforts.
- C. Benefit organizations and agencies across the state by providing quality volunteers who supplement conservation efforts.
- D. Be an integral part of the conservation community.
- E. Establish and maintain a program that adapts to new challenges and information.
- F. Establish and maintain a self-sustaining program.

Section 4. Advocacy Prohibition:

No part of the activities of the program shall be devoted to advocacy, lobbying, politically or privately promoting issues, agendas or businesses and personal endeavors, by propaganda or otherwise, using the program name or themselves as a program representative.

ARTICLE II

PROGRAM PARTNERS AND NATURALIST MEMBERSHIP

Membership in the Nebraska Master Naturalist program is divided between two major groups: “Program Partners” and “Master Naturalist.” Program Partners are divided into “active” and “inactive Program Partner” members. Master Naturalist members are divided into “Naturalist in Training,” “Certified Nebraska Master Naturalist,” and “Inactive Certified Master Naturalist.”

Section 1. Membership:

- A. Program Partners: The Program Partners serve as a guiding body for the program, incorporating representatives from registered partner agencies and organizations that benefit and /or support the Master Naturalist Program. Program Partners will contribute their perspectives and expertise to the development of the program. It is the role of the Program Partners, as a representative of his/her organization, to actively engage and participate with Naturalist Members and staff of the Nebraska Master Naturalist Program and to communicate his/her organization’s priorities and recommendations. The Program Partner membership will demonstrate statewide representation and regional diversity.

- B. Program Partner Membership:
 1. *Active Program Partners* are those agencies and/or organizations that are actively participating in the organization and the development of the Nebraska Master Naturalist Program, including but not limited to providing their expertise, volunteer opportunities and /or other resources. Each Active Program Partner member will have voting privileges. The Program Partner’s vote shall be cast by the person named as the Program Partner representative to the Nebraska Master Naturalist Program.

 2. *Inactive Program Partner* members are those Program Partners that have indicated that they no longer wish participate and/or engage in activities of the Nebraska Master Naturalist Program. Inactive Program Partners will not have voting privileges. Inactive Program Partners can return to active status by indicating they are ready to resume participation and engagement with the Nebraska Master Naturalist Program and are required to indicate their desire to resume active status to the State Program Coordinator.

C. Nebraska Master Naturalists Membership: Nebraska Master Naturalists are adult volunteers that are part of a network dedicated to promoting the conservation of Nebraska's natural resources. A Certified Nebraska Master Naturalist is an individual who has successfully completed the initial training requirements and has fulfilled annual volunteer and continuing education requirements. Membership in the Nebraska Master Naturalist Program is open to qualifying individuals 18 years of age or older regardless of race, sex, religion, disability, or national origin.

D. Classification of Master Naturalist Membership:

Nebraska Master Naturalist will be of three types: Nebraska Master Naturalist in Training, Certified Nebraska Master Naturalist and Inactive Certified Nebraska Master Naturalist.

1. *Nebraska Master Naturalist in Training.* This Volunteer is a participant of the initial training from the first day of class to the end of their training period. This status continues until the member has completed all training requirements. This is a non-voting classification.

2. *Certified Nebraska Master Naturalist Member.* This is a volunteer who has successfully completed the training requirements. This classification continues each year that the volunteer completes the calendar year volunteer service and continuing education minimum requirements. This is a voting classification.

3. *Inactive Nebraska Master Naturalist Member.* This is a volunteer who has not completed the required annual hours of volunteer service or continuing education requirements and / or has indicated that they wish to be removed from the list of active Nebraska Master Naturalist. This is a non-voting classification.

Inactive Nebraska Naturalists may return to "Certified" Status by indicating his or her intention to the State Program Coordinator and completing the calendar year volunteer service and continuing education requirements.

E. Honorary Membership: An Honorary Nebraska Master Naturalist is a person who has made a substantial contribution to the furtherance of the activities of the Nebraska Master Naturalist Program. Honorary Members shall be entitled to all of

the privileges as a Nebraska Master Naturalist Member without payment of dues if required. Honorary Members will not have the right to vote.

Honorary Members may be nominated by any member or staff of the Nebraska Master Naturalist Program. Proposed Honorary Member(s) will be selected by an affirmative vote (simple majority) of the membership present at the Annual Meeting.

Section 2: Nebraska Master Naturalist Patrons / Donors:

A Patron/Donor to the Nebraska Master Naturalist Program is a person and/or an organization that shares the program philosophy, endorses the program's goals and purposes, or helps promote and market the program.

**ARTICLE III
EXECUTIVE BOARD**

Section 1. Role of the Executive Board:

The executive board will serve as a body of elected members responsible for providing guidance on overall strategic direction. They are elected from the Membership. The board will give direction to the program supervisor(s) regarding the program staff. The board members will serve set staggered terms of office. The board will act on behalf of the program's full assembly, and will be representative of the interests of the Nebraska Master Naturalist Program.

- A. Non-voting members: The program supervisor and program staff will take an active role, serving on the board as non-voting members.

Section 2. Terms:

Board Members are elected to a two year term. Elected Board Members may continue to serve upon re-election. There will be no term limits.

Board Members will start their respective terms on 1 January following their election.

Section 3. Resignation:

A board member may resign at any time by giving written notice to the executive board.

Section 4. Meetings:

- A. Meetings: Meetings of the executive board are to be held four times annually, or more often as needed. The meetings are to be open to all the Membership.
- B. Notice: The board meeting agenda for the upcoming meeting, and meeting minutes from the previous board meeting will be sent to the executive board and posted on the Nebraska Master Naturalist Program website seven (7) days prior to each executive board meeting or vote.
- C. Special Meetings: Special meetings of the executive board may be called by the chair or vice chair or simple majority of the executive board
- D. Format: Meetings may be held in person or by teleconference or other remote electronic means, so long as the electronic medium permits the democratic participation of all board members. Unless otherwise required by these By Laws a vote by the Board will require a simple majority of quorum of voting Board Members to pass.
- E. Voting: Voting issues and procedures will be communicated to the full Membership by the Program Coordinator. "Mail-in and/or online votes are due within 7 days unless otherwise indicated, or the vote is forfeited.
- F. Quorum: A quorum shall be constituted by a majority of the voting members of the board. When a quorum is present, action may be taken by the board only upon the affirmative vote of a majority of the members present.

Section 5. Board Elections:

- A. Electorate: The Executive Board shall be elected by the Membership.
- B. Nominations: The Membership, in conjunction with the Membership Committee, shall be responsible for nominating a slate of prospective board members from the Membership that is representative of the program's diverse constituency.

- C. Voting: Ballots shall be cast by mail or electronically such that all Members are able to complete the voting process. Board members will be elected by a simple majority of votes.

- D. Normal Board Member elections shall take place during November and December.

Section 6. Executive Board Vacancies:

When a vacancy on the board exists, nominations for new members must be received from the Membership and Membership Committee at least two weeks in advance of a vote. These nominations shall be sent to the Membership for a vote.

Section 7. Resignation, Absences, and Removal:

- A. Resignation: In the case of resignation, an election will be held to fill the open position following a period for nominations (See Section 6 above).

- B. Absence: A board member may be dropped for excess absences if he/she has more than two unexcused absences from board meetings in a year.

- C. Removal: Any board member may be removed, with or without cause, by a three-fourths vote of the remaining board members.

Section 8. Conflict of Interest:

Whenever an executive board member has a financial or personal interest in any matter coming before the executive board, the affected person shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested directors determine that it is in the best interest of the Nebraska Master Naturalist Program to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

ARTICLE IV

EXECUTIVE BOARD -OFFICERS

Section 1. Number and Election:

The executive board is comprised of a Chair, Vice Chair, Secretary, Treasurer, Past Chair and up to 16 General Board representatives. General Board representatives will have equal representation from Program Partners and Naturalist Members. All officers shall be elected by the Membership. Nominations and elections are to be held annually in November/December. The beginning of the term of office will begin on January 1 of the year immediately following the election.

Section 2. Chair:

The Chair is an elected member of the executive board, and will provide leadership to the rest of the board and Membership, guiding and communicating board actions in accordance with the program's policies and objectives.

Section 3. Vice Chair:

The Vice Chair is an elected member of the executive board, and will assist the Chair in achieving the goals of the board and the Nebraska Master Naturalist Program. The Vice Chair assumes the responsibilities of chair when the Chair is absent.

Section 4. Secretary:

The Secretary is an elected member of the executive board, and will assist the Chair and Vice Chair in organizing and maintaining a current record of the board's activities. The Secretary will collect minutes from the board meetings and will disseminate the information to the executive board and the Membership. The Secretary is responsible for ensuring records are archived. See Article 3 Section 4B.

Section 5. Treasurer:

The Treasurer is an elected member of the executive board, and will review the financial status of the Program, and in coordination with the Program Coordinator will prepare report on current financial status of the Program for each board meeting.

Section 6. Board Members:

Executive board members are elected members of the executive board, and are responsible for ensuring that the board meets all of its responsibilities in compliance with the policies and procedures under which the program was formed. Board members will provide vision

and insight into the development of the program, and move the program towards meeting future goals.

Section 7. Past Chair:

The Past Chair serves in an advisory role to the board. This is a voting executive board position. The Past Chair will have normal membership voting rights if the individual meets the requirements of an active Nebraska Master Naturalist or an active Program Partner. The Past Chair will usually serve no more than 2 terms or until replaced by the current chair.

Section 8. Chapter Representatives:

Each chapter of the Nebraska Master Naturalist Program shall select a Chapter member to be their representative to the executive board of the Nebraska Master Naturalist Program. Although the method of selection and the term of service of the Chapter representative is the prerogative of the local Chapter, the Chapter Representative must be a Program Partner member, or a Certified Nebraska Master Naturalist member of the chapter he or she represents.

The duties of the Chapter Representative are to be the communication link between the Executive Board of the Nebraska Master Naturalist Program and the local chapter. The Chapter Representative will be expected to attend and participate in all Executive Board Meetings during their term of service. The Chapter Representative is a voting member of the Executive Board.

Section 9. Foundation Representative:

Foundation Representative. The Nebraska Master Naturalist Foundation shall select a Board Member to serve as the representative of the Foundation to the Executive Board of the Nebraska Master Naturalist Program. Although, the method of selection and the term of the Foundation Representative is the prerogative of the Foundation, the Foundation Representative must be a member of the Board of Directors of the Nebraska Master Naturalist Foundation.

The duties of the Foundation Representative are to be the communication link between the Executive Board of the Foundation and the Executive Board of the Nebraska Master Naturalist Program. The Foundation Representative shall be expected to attend and participate in all Executive Board meetings of the Nebraska Master Naturalist Program. The Foundation Representative is not a voting member of the Executive Board of the Nebraska Master Naturalist Program.

ARTICLE V

COMMITTEES

Section 1. Committee Formation:

The executive board shall create and disband committees as needed following a review of existing committees. The board will provide an annual review of existing committees. All committees will work in conjunction with the Program Coordinator.

Section 2. Committee Chairs:

The committee chair is a representative of the Membership. Committee chairs will report directly to the executive board and provide a quarterly report of activities to the Program Coordinator.

Section 3. Standing Committees:

- A. Marketing Committee: The marketing committee is responsible for developing the marketing strategy.
- B. Evaluation Committee: The evaluation committee is responsible for identifying evaluation priorities.
- C. Sustainability Committee: The sustainability committee is responsible for the identification and pursuit of further support and funding opportunities for the program.

- D. Membership Committee: The membership committee shall develop strategies that support the interests of program membership, including recruitment of new partners and resources and the volunteer membership. The membership committee is also responsible for soliciting new executive board candidates and enforcing a geographic diversity as well as balance of representation of member programs. This committee shall also prepare, print, supervise, count ballots, and announce election winners. The membership committee is responsible for resolving cases involving changes of active vs. inactive membership, and for resolving cases with applicants with questionable results in their background check at the request of the Program Coordinator. The membership committee is responsible for elevating cases of ethics violations to the executive board if not already done so by the Program Coordinator.
- E. Educational Program and Curriculum Committee: The program and curriculum committee is responsible for developing program strategies and curriculum content.
- F. External Review Committee: The goal of an external review committee is to provide independent verification that the funds have been dispersed in an appropriate fashion and that the program has maintained appropriate financial records. Currently the UNL Business Center serves this oversight role.

ARTICLE VI

THE NEBRASKA MASTER NATURALIST FOUNDATION

Section 1. Independent Organization

The Nebraska Master Naturalist Foundation will serve as an independent 501(c)(3) body of community leaders with the purpose of building the success and long-term stability of the program. The Nebraska Master Naturalist Foundation members will play a role in fundraising, public relations, and provide the staff and committees with a fresh perspective on issues, challenges and potential of the Master Naturalist Program.

Section 2: Memorandum of Understanding

After the establishment of the Nebraska Master Naturalist Foundation, The Nebraska Master Naturalist Program and the Nebraska Master Naturalist Foundation will prepare and

implement a Memorandum of Understanding outlining the roles and activities of the two independent organizations.

ARTICLE VII PERSONNEL

Section 1. Program Supervisor:

The Program Supervisor supervises and reviews the actions of the program coordinator to ensure that the objectives and decisions of the executive board are met. The Executive Board shall supply a recommendation to UNL Extension for a Program Supervisor in the case of a vacancy. The Program Supervisor is not a voting member of the executive board.

Section 2. Program Coordinator:

The Program Coordinator is supervised by the Program Supervisor. The Program Coordinator has day-to-day responsibilities for the program, including carrying out the program's goals and policies. The coordinator will attend all board meetings, report on the progress of the program, answer questions of the board and carry out all duties in the job description.

The program coordinator will serve as the liaison between all committees and executive board. This includes assisting in the function of all committees.

Section 3. Program Assistant Coordinator:

The Assistant Coordinator is supervised by the Program Coordinator and will assist in the day-to-day responsibilities of the program and carry out all duties in the job description.

Section 4. Additional Staff:

Additional full-time or part-time staff positions may be created as needed.

Section 5. Advisors:

Advisors to the executive board may be identified by the Program Supervisor, Program Coordinator, or executive board as needed. The person or persons will assist the executive board in a specific area of interest, or concern. This position has no voting rights and is not considered an executive board member.

Section 6. Hiring and Selection of program staff:

A committee will be developed by the executive board under the rules of UNL Extension.

ARTICLE VIII

GIFTS AND DONATIONS

Section 1. Gifts and Donations:

- A. Authority: The program is authorized to accept and receive contributions, donations, and grants from any and all sources in accordance with the UNL Extension policies, unless intended for political, lobbying, or advocacy purposes deemed not in accord with the program advocacy prohibition Article 1 Section 4.
- B. Endorsement: Acceptance of any grant or gift does not imply any form of endorsement by the program for the source, services, products, or policies. Nor does it imply any past, present, or future benefit to be granted by the program.
- C. Right of Refusal: The program retains the right to refuse any gift where, in the judgment of the executive board, the reputation or perceived image of the grantor may be deemed injurious to the program.

ARTICLE IX

CODE OF ETHICS AND STANDARDS OF CONDUCT

Section 1. Compliance:

All members of the program, partners, and executive board will adhere to the Code of Ethics, found in Appendix A., the Standards of Conduct, found in Appendix B. and the Employee/Member Protection Policy as found in Appendix C.

Section 2. Violation:

Violation of any of these Standards or Codes of Conduct is a serious matter that reflects unfavorably on the entire program. A charge of misconduct against anyone who is in training or certified, or a program partner, will be reviewed by the executive board and appropriate action taken.

ARTICLE X

REPORTS, BOOKS, AND RECORDS

Section 1. Annual Report:

The executive board shall ensure that a report of the activities of the program is prepared annually and sent to program partners, funding entities, and any such persons as the board shall determine.

Section 2. Books and Records:

The program shall keep an original or duplicate record of the following: the proceedings of the board; its bylaws, including all amendments thereto to date. The program shall also keep appropriate, complete, and accurate records of account that shall be reviewed on an annual basis. The records provided for herein shall be kept either at the registered office of the program, or at its principal place of business, wherever situated. All records, with the exception of personnel, are considered public record.

ARTICLE XI

AMENDMENT OF THE BYLAWS

Section 1. Amendments:

Any amendments to bylaws must be approved by a simple majority vote of the executive board and then by a simple majority vote of the Membership.

Andrea Faas

Chair, Executive Board of the Nebraska Master Naturalist Program

Date adopted by executive board:

January 17, 2019

NEBRASKA MASTER NATURALIST

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APPENDIX A. CODE OF ETHICS

Each member, in striving to meet the mission, goals and objectives of the Master Naturalist program, pledges to:

1. Subscribe to the highest standards of integrity and conduct.
2. Promote and support the statewide and local Master Naturalist program.
3. Respect the funding entities and their roles and expectations.
4. Promote competence as a Master Naturalist volunteer by supporting high standards of education, service and performance.
5. Encourage the use of sound biological information in education and outreach and in management decisions.
6. Support fair and uniform standards of service and treatment of those engaged in the Master Naturalist program.
7. Know and follow established program guidelines and policies.
8. Avoid use of the Master Naturalist title, logos and trademarks for personal endeavors and/or profit.
9. Act as trustworthy and ethical stewards of the environment.
10. Never inappropriately disturb or harass wildlife, never inappropriately remove anything from its natural state or area.

APPENDIX B.
STANDARDS OF CONDUCT

Master Naturalist program volunteers shall at all times:

1. Uphold the agreement made to the program and the required volunteer and continuing education hours required by the program.
 2. Uphold the dignity and integrity of the Master Naturalist program. They shall endeavor to avoid even the suspicion of dishonesty, fraud, deceit, misrepresentation, or unprofessional demeanor.
 3. Conduct themselves appropriately to context and setting at all times.
 4. Be considerate and respect other's points of view.
 5. Keep accurate records of volunteer service, training and research, and regularly notify your Program Coordinator of these records.
 6. Avoid performing service when such service is judged to be contrary to the Code of Ethics or detrimental to the well-being of the program and its sponsors.
 7. Provide maximum possible effort in the best interest of each client and/or volunteer project.
 8. Be mindful of their responsibility to society and the program.
 9. Avoid discrimination in any form, or the abuse of program authority, certification, or membership for personal benefit.
 10. Cooperate fully with professionals and other Master Naturalist volunteers in the best interest of our natural resources.
 11. Avoid all use of alcohol and controlled substances while on duty as a Master Naturalist volunteer. Reporting for service while under the influence of alcohol or a controlled substance will result in termination from volunteer service.
 12. Accept responsibility for decisions made and actions taken based on these decisions.
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Appendix C: Employee/Member Protection Policy

If any employee or member reasonably believes that some policy, practice, or activity of The Nebraska Master Naturalist Program is in violation of law, a written complaint must be filed by that employee or member with the Program Supervisor and the Chair of the Executive Board.

It is the intent of Nebraska Master Naturalist Program to adhere to all laws and regulations that apply to the organization and the underlying purpose of this policy is to support the organization's goal of legal compliance. The support of all employees/members is necessary for compliance with various laws and regulations.

An employee/member is protected from retaliation only if the employee brings the alleged unlawful activity, policy, or practice to the attention of Nebraska Master Naturalist Program and provides the Nebraska Master Naturalist Program with a reasonable opportunity to investigate and correct the alleged unlawful activity. The protection described below is only available to employees/members that comply with this requirement.

The Nebraska Master Naturalist Program will not retaliate against an employee/member who in good faith, has made a protest or raised a complaint against some practice of The Nebraska Master Naturalist Program, or of another individual or entity with whom The Nebraska Master Naturalist Program has a business relationship, on the basis of a reasonable belief that the practice is in violation of law, or a clear mandate of public policy.

The Nebraska Master Naturalist Program will not retaliate against employees/members who disclose or threaten to disclose to a supervisor or a public body, any activity, policy, or practice of The Nebraska Master Naturalist Program that the employee/member reasonably believes is in violation of a law, or a rule, or regulation mandated pursuant to law or is in violation of a clear mandate of public policy concerning the health, safety, welfare, or protection of the environment.
