

## **Process and Guiding Principles for a Possible WLWCA/WALCE Merger** (October 2010)

Process: The WLWCA and WALCE Boards recently adopted the following process and guiding principles to explore the possibility of merging the two associations. The ad hoc workgroup will use a third party facilitator to seek a consensus or substantial agreement at each step in the process. If a vote is needed to make a decision, Roberts Rules of Order will apply. County and WLWCA staff will also assist in the process as needed.

1. WLWCA and WALCE Boards each appoint 5 members to serve on a joint ad-hoc work group to draft additional details for a merger, following guiding principles provided by the boards. The work group will elect their own chair to run the meetings and secretary to record meeting notes. The work group will also decide what level of detail is necessary for each step and when to report to the two Boards.
2. WLWCA and WALCE Boards have both approved a set of guiding principles to guide the ad hoc work group in their duties, as listed in the next section.
3. The Ad-hoc work group drafts and presents additional details for a proposed merger to the WLWCA and WALCE Boards at joint meeting(s). Both Boards must approve the proposal to continue. *(Note: This may occur all at once, or may be broken into phases, if key Board decisions are needed along the way to continue drafting details.)*
4. If/when both Boards are in substantial agreement on a more detailed merger proposal, a joint outreach program would be implemented to explain the proposal to the two membership groups and gather input. Adjustments may need to be made to the proposal following this step, utilizing the Adhoc group if needed.
5. Once substantial agreement on a merger proposal is reached by both Boards, the ad-hoc work group would be charged with drafting a new set of bylaws, working with legal counsel.
6. Draft bylaws would be presented to both Boards for approval or modification. They may also be sent back to the ad-hoc group for additional work.
7. Once both Boards are in agreement on the draft bylaws, a joint WLWCA/WALCE outreach program would be implemented to explain the proposal to the two membership groups and gather input. Adjustments may need to be made to the bylaws following this step, utilizing the Adhoc group if needed.
8. To complete the merger, a joint WLWCA/WALCE annual meeting would need to be scheduled to repeal both sets of existing bylaws and replace them with the newly adopted set.

## Adopted Guiding Principles for the Ad Hoc Work Group to discuss a Merged Organization

1. Prescribe multifaceted functions of the association, including legislative advocacy, technical and administrative program review and information sharing, environmental education and membership training.
2. Charge the Board of Directors with organizational issues such as budgets, staff oversight, contracts, bylaws, annual meeting, and coordinating activities among committees.
3. Ensure equal representation of county staff and LCC Members on Board of Directors and consider the number of directors needed to carry out their duties.
4. Create a committee structure that serves as the focus of organization activities, giving the committees clear direction and empowering them to efficiently carry out their duties. Determine representation options on all the committees.
5. Hold a single annual conference for training, elections, budget approval, bylaw changes, etc.
6. Review and make recommendations on regional boundaries and the annual dues structure.