Arboretum and Botanical Garden Committee
Operating Procedures

Article I. The Committee

Section 1. Name and Authority. The name of this committee is the Arboretum and Botanical Garden Committee. The Committee was established by virtue of a December 6, 1934, agreement between the University of Washington and the City of Seattle.

Section 2. Mission. The currently established mission of the Arboretum and Botanical Garden Committee was adopted at the Committee’s retreat October 2, 2002: the Arboretum and Botanical Garden Committee advises the University of Washington, the City of Seattle and the Arboretum Foundation on the management and stewardship of the Washington Park Arboretum for the benefit of current and future generations.

Section 3. Responsibilities. The Arboretum and Botanical Garden Committee shall hear presentations and review reports on every aspect of the Washington Park Arboretum, its management and development, shall advise the Director of the Washington Park Arboretum on said matters, deliberate on them, oversee the communication of such matters to the public, make reports on such matters to the Board of Regents of the University of Washington, the Seattle City Council, the Board of Directors of the Arboretum Foundation and the Seattle Board of Park Commissioners, as well as others, and hold hearings, meetings or open houses whenever necessary on initiatives of widespread interest.

Article II. Members

Section 1. Constitution. The Arboretum and Botanical Garden Committee, pursuant to the December 6, 1934, agreement as amended pursuant to City of Seattle ordinance 116337, December 8, 1992, is constituted through members appointed by 4 different officials or entities (the appointing authorities): the Governor of the State of Washington (the Governor), the President of the University of Washington (the President), the Mayor of the City of Seattle (the Mayor), and the Arboretum Foundation (the Foundation).

Section 2. Representation. On the Arboretum and Botanical Garden Committee the Governor shall be requested to appoint one member for a term of 7 years, the President shall appoint 3 members, each for a term of 7 years, the Mayor shall appoint 3 members, each for a term of 7 years, the President of the Foundation shall serve ex officio, and the Foundation shall appoint an additional member for a term established by the Foundation of up to 7 years.

Section 3. Extension of terms and vacancies. Each member of the Arboretum and Botanical Garden Committee shall serve until replaced by the appropriate appointing authority. Should a member resign or fail to serve for any reason, the replacement member shall fill the vacancy for the remainder of the unexpired term.
Article III. Officers

Section 1. Officers and term of office. The officers of the Arboretum and Botanical Garden Committee shall be a Chair, a Vice-Chair and a Secretary. Each officer shall serve for a term of one year, commencing January 1 of each calendar year.

Section 2. Election of Officers. The election of officers shall take place at the regularly scheduled meeting of the Arboretum and Botanical Garden Committee in December of each year from among the members of the Committee. In the event no meeting is held in December, then the election of officers shall take place at the first meeting in the following calendar year prior to the consideration of any other business at that meeting other than convening, roll call and approval of prior meeting minutes. Any officer shall be deemed elected if that officer receives a majority of votes of the members present at the meeting. Proxies in such elections shall not be permitted. No other business other than convening, roll call and approval of prior meeting minutes will be considered until all officers are elected for the year. If the election happens in January, it will be for the current year. The offices of Chair and the Vice-Chair shall, to the extent practicable, be rotated from a member of one appointing authority to a member of another until such time as the rotation is complete and resumes again.

Section 3. Duties of the Chair. The Chair shall preside over all meetings of the Arboretum and Botanical Garden Committee, establish the agenda and the order of business of the Committee in consultation with the members of the Committee as well as the Director of the Arboretum and the Superintendent of Parks and Recreation, appoint any subcommittees, execute all correspondence and communication approved by the Committee, cancel any meeting, if deemed appropriate, and perform such other duties as may be expected of the Chair.

Section 4. Duties of the Vice-Chair. The Vice-Chair shall preside at meetings of the Arboretum and Botanical Garden Committee when the Chair is not present at such meetings. The Vice-Chair shall perform such other duties as are assigned by the Chair.

Section 5. Duties of the Secretary. The Secretary shall cause to have the minutes of all meetings of the Arboretum and Botanical Garden Committee taken and all records and correspondence of the Arboretum and Botanical Garden Committee, including these Operating Procedures, and amendments thereto or restatements thereof, kept. The Secretary shall certify as to the adoption of the minutes of any meeting and as to the authenticity of any other document adopted by the Committee. The Secretary shall chair any subcommittee charged with considering amending or restating these Operating Procedures.

Article IV. Meetings

Section 1. Regular meetings. The Arboretum and Botanical Garden Committee shall meet once per month during the course of the calendar year. The Arboretum and Botanical Garden Committee shall meet on the first Wednesday of each month at 8:30 a.m. in the Graham Visitor Center unless the Chair announces a later time of day at least 24 hours before the regular starting time. Such meetings will be conducted according to Robert’s Rules of Order, newly Revised, to
the extent they are not inconsistent with these Operating Procedures. All regularly scheduled meetings shall be public meetings.

Section 2. Special meetings. Specially scheduled meetings of the Arboretum and Botanical Garden Committee may be called for any purpose by the Chair or any 4 members of the Committee. The committee at the next regularly scheduled meeting will have the option to confirm or disaffirm any action taken at a special meeting, and if they disaffirm, the action is undone.

Section 3. Voting. Each member of the Arboretum and Botanical Garden Committee shall have one vote and each vote must be exercised, including that of the Chair. An abstention or failure to vote by a member present at the meeting shall be deemed to be a vote against the proposition. Proxies shall not be permitted.

Section 4. Quorum. At any regularly or specially scheduled meeting of the Arboretum and Botanical Garden Committee 5 members must be present for a quorum to be constituted. It shall take a simple majority of those members present at a meeting at which a quorum is present to pass a motion. In the event a quorum of the Arboretum and Botanical Garden Committee is present at the roll call for any meeting, then a quorum shall be deemed constituted for the entirety of the meeting until and unless only one member is present.

Article V. Amendments

These Operating Procedures may be amended at any time upon consideration of any proposed amendment by a subcommittee appointed by the Chair for that purpose and then upon affirmative vote by no fewer than 7 of the members of the Arboretum and Botanical Garden Committee.

Approved this _________ day of _________, 20___, at Seattle, Washington.

ARBORETUM AND BOTANICAL GARDEN COMMITTEE

By:_________________________________________
    Chair

Certified:

____________________________________________
    Secretary