

2021 Nominations for the Board of Ellerbe Creek Watershed Association

The ECWA board of directors, the governing body of ECWA, can include anywhere between 10 and 20 members. In recent years the number has generally been about fifteen, with four being the officers (President, VP, Secretary, and Treasurer). The terms are all two years, renewable.

For 2022 we have five board members who are mid-term and do not now need to renew: John Dorney (Vice President), Tatia Ash, Rodney Butler, Clayton Rugh, and Roberto Valle Kinloch. For all the other positions, the ECWA Nominating Committee has made nominations.

We have two officers who are nominated for renewal, plus one new officer nominee:

- **Steve Cohn**, ECWA's president since 2011, is nominated for what he insists will be his last term. Steve is also co-chair of the Land Protection Committee and a preserve steward at The Rocks nature preserve. He retired in 2019 as director of Duke University Press and lives near the School of Science & Math in a three-generational household.
- **Dexter Blackwell**, ECWA's treasurer since 2017 and the chair of our Nominating Committee, is also being renominated. He works as a wealth manager at a multi-family office in Chapel Hill. With his husband and dog, he lives in downtown Durham.
- **Medina Minor**, a new ECWA board member in 2020 who serves as co-chair of our Fundraising Committee, is nominated for Board Secretary. Medina lives near the Glennstone and Veasey Farm preserves. An urban planner with a background in community organizing and public policy, she now homeschools her children, manages a small family farm, and is a Durham Open Space & Trails Commissioner.

Of the seven directors whose terms expire at the end of 2021, six are being renominated:

- **Kaitlin Grable** has been an ECWA board member since 2019. Kait is a digital campaigner at Greenpeace USA, working on oceans and plastics campaigns, and she brings social media expertise to ECWA. She is also a local leader for Native Women's Wilderness.
- **Sarah Musser** is chair of ECWA's Engagement Committee and a board member since 2017. Sarah oversaw ECWA's partnership with George Watts Montessori's PTA to build rain gardens and storm mitigation features on the school's playground. With a Duke PhD in Religion, she helps ECWA facilitate partnerships with faith communities.
- **Ian Pond** has been ECWA's Secretary for the past four years and has been on the board since 2013. He is the primary preserve steward at our Beaver Marsh preserve and helps in many ways with land stewardship at other preserves.
- **Kevin Primus** is co-chairing ECWA's Annual Meeting Task Force and is a board member since 2019. Kevin works in communication technology and media production and has served as communications co-chair for the Partnership for a Healthy Durham.
- **Lesley Starke** is chair of ECWA's Land Stewardship Committee and a board member since 2015, as well as a long-ago summer intern from the Nicholas School. Lesley is a conservation ecologist who leads the NC Plant Conservation Program at North Carolina's Department of Agriculture & Consumer Services.
- **Chastan Swain** is chair of ECWA's Local Government & Policy Committee. Chastan is a lawyer working for the NC Dept of Natural & Cultural Resources, and he has also worked as a researcher for the N.C. Clean Water Management Trust Fund.

(More information about each current board member can be found in the "Our People" section under *About* on our website.)

Finally, because one board member will leave the board this year, the Nominating Committee is proposing one new board member: **Rusty Painter** now co-chairs ECWA's Land Protection Committee with Steve Cohn. He is the long-time Land Protection Director at the Conservation Trust of North Carolina, and he lives near the 17-Acre Wood preserve.

Proposed 2021 Amendment to the ECWA Bylaws

ECWA's bylaws were drawn up in 1999, at a time when ECWA was a small neighborhood-based organization with no staff and only a few members. With a few minor amendments that were approved by the ECWA membership in 2009, and one more small change in 2015, we have made these bylaws work for more than twenty years.

But as the number of people who support ECWA has grown (and continues to grow) from a very small number mostly in one neighborhood to more than 500 donors spread throughout our watershed and well beyond, and especially as membership meetings have become difficult/impossible to safely conduct in person, the expectation that such major decisions as changes to the bylaws have to be made by the entire membership has become unworkable. This is especially so since we have learned that while ECWA's bylaws require a simple majority vote from the membership to make a change to the bylaws, North Carolina law now requires that a membership vote (as opposed to a board of directors vote) must be a two-thirds majority.

We are now at a point where we need to consider making some substantial changes to the bylaws. Rather than explain all that to the full membership and only be able to consider such amendments once a year, we think it's best to start that process with an amendment that allows the board of directors, rather than the membership, to make changes to the bylaws.

Once this first change is made, the board will then be able to consider the many other bylaws changes—large and small, simple and complex—that now seem needed to ensure the continued success and viability of the organization.

Bylaws revision proposal 2021

ARTICLE XI - AMENDMENTS

Current version

Section 1. These bylaws may be amended at any annual or special meeting of the Association by a simple majority vote of the votes entitled to be cast by the members present or represented by written proxy at a meeting at which a quorum is present, provided that the amendment has been approved by the Board of Directors and that notice of the proposed amendment shall have been given or sent to each member in printed or electronic form at least ten days prior to said meeting.

Proposed new version

Section 1. These bylaws may be amended by a vote, at any meeting of the Board, provided all Directors have been notified at least one week in advance of this purpose, of the majority of the directors in office at the time the amendment is adopted.