

ENVIRONMENT COUNCIL OF RHODE ISLAND EDUCATION FUND, INC.  
BY-LAWS

Article I - Name

The name of this organization shall be the Environment Council of Rhode Island Education Fund, Inc.

Article II – Purpose

The Environment Council of Rhode Island Education Fund, Inc., is established for the purpose of conducting research and education to enhance the long term stewardship of Rhode Island’s natural environment. Creating educational materials and programs to prevent pollution and natural resource depletion are the fundamental goals of this organization.

This corporation is established exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of the United States. To accomplish its purposes, the corporation may solicit gifts, contributions, subscriptions, and grants, and may administer, hold, lend, sell and disburse the same for such charitable and educational purposes as are permitted by Section 501(c)(3) of the Internal Revenue Code of the United States as it now exists and hereafter as amended.

No substantial part of the activities of this corporation shall attempt to influence legislation, nor shall this corporation take part in any political campaign on behalf of or against any candidate for public office.

Upon dissolution of this corporation, any remaining assets shall be transferred only to an organization having like charitable and educational purposes as are permitted by Section 501(c)(3) of the Internal Revenue Code of the United States.

Article III – Membership

The members of this organization shall be the President, Vice President for Policy, the Secretary and the Treasurer of the Environment Council of Rhode Island, each of whom shall hold the same position in this organization.

Article IV - Meetings, Quorum, Powers of Members

1. The members of this organization shall meet at least quarterly, with the annual meeting to be held each year in June. Any two members may call additional meetings.

2. Quorum for meetings shall be two members.

3. The members will manage the property, business, and affairs of the organization. Decisions shall be by a majority vote of the members present and voting.

4. The President will ensure that materials relevant to meetings are sent to the members seven days in advance of the meeting.

5. No compensation shall be paid to members for their service as members, but by resolution of the disinterested members, reimbursement for expenses accrued on behalf of the corporation may be authorized. These by-laws shall not preclude members from serving the corporation in any other capacity and receiving compensation for that service. The corporation may employ such persons as necessary to carry out the work of the corporation.

#### Article V - Roles of Officers

1. President: The president shall be the principal officer and spokesperson for the corporation. The president shall preside at meetings of the membership and the board. The president, with the approval of a majority of the members, shall be empowered to enter contracts for the corporation.

2. Vice President for Policy: The vice president for policy shall preside over the corporation in the absence of the president.

3. Secretary: The secretary shall be responsible to assure the maintenance of the corporation's documents.

4. Treasurer: The treasurer shall be responsible to assure the sound financial management of the corporation. The treasurer shall receive and disburse funds, and keep complete and proper financial records.

#### VI - Fiscal Year

The corporation's fiscal year shall be July 1 through June 30.

#### VII Amendment

Any member may propose an amendment to these by-laws. Any proposed amendment must be forwarded to all members in writing seven days in advance of the vote. Amendments must first be deliberated at a meeting of the members and then voted on at a subsequent meeting. A two-thirds majority of the members shall be required to approve amendments.