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**GPSEN Board Member**

**Orientation Packet 2017**

**Educate ~ Empower ~ Engage**

**www.gpsen.org**

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Welcome to the Greater Portland Sustainability Education Network (GPSEN) Board of Directors!

May you enjoy being a member of the Board, with experiences that are both rewarding and meaningful. Hopefully, this GPSEN Orientation Packet will prove useful and provide the resources you need to be successful as a Board Member.

As a multi-sector collaborative network of educators, students, non-profits, political and industry leaders, organizations, and community members, we promote formal and non-formal education, training, and public awareness campaigns to help create a sustainable future for the greater Portland region, including Clackamas, Multnomah, and Washington Counties, in Oregon, and Clark County, in Washington.

Internationally known as RCE Greater Portland, we were acknowledged as a [Regional Center of Expertise (RCE)](http://www.rce-network.org/portal/) on education for sustainable development (ESD), by the United Nations University Institute for the Advanced Study of Sustainability (UNU-IAS), in 2013. We are part of a coalition of 156 RCEs around the world, with five active RCEs in the United States (Georgetown, SC; Grand Rapids, MI; Greater Burlington, VT; and Shenandoah Valley, VA). RCEs aspire to implement global initiatives and meet regional challengs in our local communities. Upon the completion of the Decade of Education for Sustainable Development (2005-2014), the UNU-IAS and UNESCO renewed their commitment to ESD and asked RCEs to accelerate and mainstream ESD by implementing the [Global Action Programme (GAP) on ESD](http://en.unesco.org/gap) and the [Sustainable Development Goals (SDGs)](https://sustainabledevelopment.un.org/sdgs%22%20%5Ct%20%22_blank).

We were recognized as a 501(c)(3) non-profit organization, in 2015, and have established a partnership structure and development plan to expand our capacity to help create a sustainable future within the greater Portland region, and beyond. We welcome your support in helping develop partnerships.

There are a variety of organizations, leaders and advisors who support our efforts, plus resources that are available to you. We are glad that you are among them. Please let us know if you have any questions.

Kim Smith

GPSEN Executive Director

kdsmith@pcc.edu

Lin Harmon-Walker

GPSEN Board President, Incoming Director

linmharmon@gmail.com

**GPSEN Leaders Contact List (2017-2018)**

**Board Members**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **Name** | **Organization** | **Email** | **Phone** | **Committee** |
| Karen Carrillo | Outreach & Events Director, Columbia Slough Watershed Council | klcarrillo907@gmail.com | 907-209-0370 | Governance- Policy and PlanningOutreach-Partnerships; Community Outreach; Diversity and equityPrograms and Events- Events; Professional Development; Civic Engagement; InternationalResearch & Curriculum- Curriculum Development |
| Serena Dressel | PSU Student Sustainability Center, Volunteer Coordinator | sdressel@pdx.edu | 5033131049 | Governance- EthicsOutreach-Partnerships; Community Outreach; Diversity and equity; AdvocacyPrograms and Events- Events; College Student Network; Civic Engagement; International |
| Natalie "Janine" Gates | City of Portland - Amanda Fritz, Constituent Services Specialist | setagjn@gmail.com | 5034534442 | Governance- Policy and Planning; DevelopmentOutreach-Partnerships; Diversity and equity; AdvocacyPrograms and Events- Professional DevelopmentResearch & Curriculum- Research Projects; Curriculum Development; Think Tank |
| Alfredo Gonzalez | City of Portland Bureau of Planning and Sustainability, Assistant Program Specialist | alfredo.gonzalez@portlandoregon.gov | 5038236111 | Outreach-Partnerships; Community Outreach; Diversity and equityPrograms and Events- Professional Development; College Student Network |
| Frank Granshaw | PSU/PCC, Retired | frankgranshaw@artemis-science.com | 503-449-4458 | Governance- DevelopmentOutreach- Marketing Programs- College NetworkResearch- Fellows  |
| Lin Harmon-Walker | Ethical Future Institute | linmharmon@gmail.com | 503-956-6283 | Governance- Policy and Planning; DevelopmentPrograms and Events- International |
| Neeraja Havaligi | GPSEN Fellow | diversityoflife@gmail.com | 1-925-216-1826 | Governance- Policy and Planning; Ethics; DevelopmentOutreach-Partnerships; Community Outreach; Diversity and equity; Advocacy; Newsletter and Social MediaPrograms and Events- Events; Professional Development; College Student Network; Civic Engagement; InternationalResearch & Curriculum- Research Projects; Database and Asset Map; Curriculum Development; Think Tank; Articulation |
| Laura Kutner | Trash 4 Peace | lakutner@gmail.com | 503-250-0997 | Governance- DevelopmentPrograms- Youth Network |
| David Macek | NWEI | davidemacek@gmail.com | 619-208-3833 | Governance- Policy and PlanningOutreach- WebsitePrograms- EventsResearch- Think Tank |
| Renzo Meza | Latino Network - Youth Leadership Coordinator | renzoameza@gmail.com | 3017608464 | Governance- DevelopmentOutreach- Diversity and equityPrograms and Events- Events; Professional Development; K-12 Youth Network; College Student Network; Civic Engagement; International |
| Nick Pasquale | Freelance | nickupm@gmail.com | 818.917.1799 | Governance- DevelopmentOutreach- MarketingPrograms- EventsResearch- Database; Think Tank |
| Bruce Podobnik | Lewis & Clark Sociology | podobnik@lclark.edu | 503-459-7322 | Governance- TreasurerPrograms- College NetworkResearch- Think Tank |
| Briar Schoon | PCC Sustainability Manager | briar.schoon@pcc.edu | 971-722-8322 | Governance- DevelopmentOutreach- MarketingPrograms- EventsResearch-Database; Think Tank |
| Heather Spalding | PSU Student Sustainability Center | hspaldin@pdx.edu |  | Governance- AssessmentOutreach- AdvocacyPrograms- College Network; EventsResearch- Curriculum Development |

**Staff – Executive Director**

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| Kim Smith | PCC Sociology Instructor | kdsmith@pcc.edu | 503-977-3585 (home)503-756-6435 (cell) | Governance- Policy & Planning Development; AssessmentOutreach- Partnerships; Community Outreach; AdvocacyPrograms- Events; College Network; Civic EngagementResearch- Think Tank |

**Advisors**

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| --- | --- | --- | --- | --- |
| **Name** | **Organization** | **Email** | **Phone** | **Committee** |
| David Cohen | The Intertwine Alliance | david@theintertwine.org | 503 445-0991 (office)503 318-4494 (cell) | Governance- Policy and Planning |
| Mary Fifield | Kaleidoscope Consulting | mary@meetkaleidoscope.com | 971-229-9287 | Governance- DevelopmentOutreach- Equity & Diversity |
| Charles Hopkins | UNESCO Chair in ESD | CHopkins@edu.yorku.ca | 1-416-762-7001 (Canada) | Agenda 2030- SDGs and GAP |
| Van Machado | Portland Chinese Garden | dvanmachado@gmail.com |  | Outreach- Partnerships |
| Gary Obermeyer | Learning Options | obee@learningoptions.net | 503-539-6285 | Outreach- Database |
| LeRoy Patton | PSU, Urban League | lpatton615@gmail.com | 503-724-2754 | Governance- DevelopmentOutreach- Diversity and EquityPrograms- Youth NetworkResearch- Think Tank |
| Traci Price | EEAO; Metro EE Inclusion Grant | tp@traciprice.net | 503.896.8755 | Governance- DevelopmentOutreach- Equity and DiversityResearch-Database; Think Tank |
| Debra Rowe | US Partnership for ESD | dgrowe@oaklandcc.edu | 248-797-9584 | Agenda 2030- SDGs and GAP |
| Grace Taylor | Vibrant Villages Foundation | gracemariet@yahoo.com | 971-219-2676 | Governance- AccountingOutreach- Diversity and Equity |
| Philip Vaughter | UNU-IAS, Researcher, RCEs of the Americas | vaughter@unu.edu |  | Agenda 2030- SDGs and GAP |
| Judy Walton | PSU | judywalton@gmail.com | 503-233-3560 | Governance- Policy and Planning |

**Working Group Leaders and Interns**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **Name** | **Organization** | **Email** | **Phone** | **Committee** |
| Bashar Al-Doami | PSU | aldaomi@pdx.edu |  | Programs- International |
| Zahra Golshani | GPSEN Fellow | golshani@gmail.com |  | Research – Think Tank |
| Ibrahim Ibrahim | GPSEN Youth Network | ibrahimibrahim1227@gmail.com |  | Programs- Youth Network |
| Oussama Laraichi | GPSEN College Network Fellow | laraichi@pdx.edu |  | Programs- College Network |
| Kristen Purdy | PSU | kpurdy@pdx.edu |  | Programs- Events |
| Stephanie Sanchez | Confluence | S.sanchez5109@gmail.com |  | Programs- Events |
| Andrea Bowles | PCC | andrea.bowles@pcc.edu |  | Outreach-Website |
| Sherrie Smith Pelsma | Community Energy Project | outreach@communityenergyproject.org | 503-724-7585 | Research- Think Tank |
| James Reed | Agents of Change | jsquared.james@gmail.com |  | Research- Think Tank |
| Heidi Sickert | PCC | heidi.sickert@pcc.edu |  | Programs- Professional Development |
| Suzanne Tom | PCC | suzanne@cityrepair.org | 503-737-8512 | Outreach- Newsletter |
| George Zaninovich | PLACE CENTER | place@catlin.edu | 503-730- 9278 | Programs- Youth Network |

**GPSEN/RCE Greater Portland Core Foundations**

Please explore the foundations of our history, culture, and strategies. These core details are included on our [About page](http://gpsen.org/about/), on our GPSEN website.

**Vision**

GPSEN envisions a healthy, just, and thriving region where education for sustainability is prioritized and integrated across sectors; and where everyone has opportunities to shape a sustainable future.

**Mission**

GPSEN connects diverse organizations in a collaborative network that multiplies our collective capacity to educate, empower, and engage for a sustainable future.

Reflect on our name and you will be able to share our mission: we are a network using sustainability education to create a greater Portland.

**Values and Principles**

* Sustainability (People, Planet, Prosperity, Peace, and Partnership)
* Inclusive participation
* Equity and Environmental Justice
* Transparency and Accountability
* Innovation
* Transformative learning

**Challenges**

We address regional E6 challenges related to the education, environment, economy, equity, empowerment and engagement.

**United Nations’ Agenda 2030 - Sustainable Development Goals**

Adopted by UN Member Nations (including the United States), on September 25, 2015

**People** We are determined to end poverty and hunger, in all their forms and dimensions, and to ensure that all human beings can fulfil their potential in dignity and equality and in a healthy environment.

**Planet** We are determined to protect the planet from degradation, including through sustainable consumption and production, sustainably managing its natural resources and taking urgent action on climate change, so that it can support the needs of the present and future generations.

**Prosperity** We are determined to ensure that all human beings can enjoy prosperous and fulfilling lives and that economic, social and technological progress occurs in harmony with nature.

**Peace** We are determined to foster peaceful, just and inclusive societies which are free from fear and violence. There can be no sustainable development without peace and no peace without sustainable development.

**Partnership** We are determined to mobilize the means required to implement this Agenda through a revitalised Global Partnership for Sustainable Development, based on a spirit of strengthened global solidarity, focused in particular on the needs of the poorest and most vulnerable and with the participation of all countries, all stakeholders and all people.



**Sustainable Development Goals**

Goal 1. End poverty in all its forms everywhere

Goal 2. End hunger, achieve food security and improved nutrition and promote sustainable agriculture

Goal 3. Ensure healthy lives and promote well-being for all at all ages

Goal 4. Ensure inclusive and equitable quality education and promote lifelong learning opportunities for all

Goal 5. Achieve gender equality and empower all women and girls

Goal 6. Ensure availability and sustainable management of water and sanitation for all

Goal 7. Ensure access to affordable, reliable, sustainable and modern energy for all

Goal 8. Promote sustained, inclusive and sustainable economic growth, full and productive employment and decent work for all

Goal 9. Build resilient infrastructure, promote inclusive and sustainable industrialization and foster innovation

Goal 10. Reduce inequality within and among countries

Goal 11. Make cities and human settlements inclusive, safe, resilient and sustainable

Goal 12. Ensure sustainable consumption and production patterns

Goal 13. Take urgent action to combat climate change and its impacts

Goal 14. Conserve and sustainably use the oceans, seas and marine resources for sustainable development

Goal 15. Protect, restore and promote sustainable use of terrestrial ecosystems, sustainably manage forests, combat desertification, and halt and reverse land degradation and halt biodiversity loss

Goal 16. Promote peaceful and inclusive societies for sustainable development, provide access to justice for all and build effective, accountable and inclusive institutions at all levels

Goal 17. Strengthen the means of implementation and revitalize the global partnership for sustainable development

 *RCEs around to world are asked to focus on* ***Goal 4.7:***

By 2030, ensure that all learners acquire the knowledge and skills needed to promote sustainable development, including, among others, through education for sustainable development and sustainable lifestyles, human rights, gender equality, promotion of a culture of peace and non-violence, global citizenship and appreciation of cultural diversity and of culture’s contribution to sustainable development

**Global Action Programme on ESD**

Each country is asked to develop plans to achieve Goal 4.7 through a Global Action Programme on ESD (GAP). GPSEN Director Kim Smith helped co-write GAP Recommendations for the U.S. Please review the [U.S. GAP Recommendations](http://gpsen.org/wp-content/uploads/2016/05/GAP-Roadmap-Recommendations-Final.pdf) and consider how to implement the **Priority Action Areas:**

1. Advancing policy by mainstreaming ESD
2. Transforming learning and training environments through whole-institution approaches
3. Building capacities of educators and trainers
4. Empowering and mobilizing youth
5. Accelerating sustainable solutions at the local level

**GPSEN Goals, Objectives, and Actions**

**Goal 1.** Continuously build and maintain a vibrant and diverse regional cross-sector network of individuals and organizations advancing education for sustainability together

**Objective A**. Establish partnerships that facilitate inclusive and culturally diverse participation and collaboration across sectors and organizations

1. Create an outreach plan by Dec 31 [O&C], including:
	1. Reach out to at least 15 culturally diverse partners
	2. Survey partners to determine how best to accommodate their needs with partnership projects
	3. Send messages through email and social media to all partners about upcoming events
	4. Update outreach strategy, as needed, per partner feedback
	5. In planning every event and outreach opportunity, consider creative ways to be inclusive [P&E, O&C]
2. Update partnership list quarterly and analyze for inclusivity and cultural diversity [O&C]
3. Update GIS stakeholder map, on website, quarterly [O&C]
4. Establish a renewal and reminder system for partners [O&C]

**Objective B.** Convene events where everyone is welcome to discuss and share ideas related to ESD and social equity issues

1. Establish a list of current topics for events, including SDGs, that help further the cause of ESD and social equity [Board, Partners]
2. Survey partners to determine how best to accommodate needs with respect to meeting times and locations [P&E]
3. Maintain a list of meeting spaces throughout the region, focusing on underserved areas [P&E]
4. Organize 3 signature events and 5 collaborative events, with partners [P&E]
5. Update calendar of regional events bi-weekly and monthly, in newsletter and on GPSEN website [O&C]
6. Send messages through email and other social media to all partners about upcoming events [O&C]

**Objective C.** Share research and innovative practices in ESD to promote partnerships, learning, whole institution approaches, and advancements across the region and beyond

1. Collect research and ESD curriculum in region and beyond [R&E]
2. Share monthly updates on innovative ESD research and curriculum through the GPSEN website, database, email and/or social media [R&E, O&C]
3. Organize 2 formal and 2 non-formal ESD innovative research, teacher trainer, and citizen science workshops for target audiences, including Sustainability Symposium (signature event) [P&E]

**Goal 2.** Identify and secure funding sources to support resource development and operations to achieve the mission of GPSEN/RCE Greater Portland

**Objective A.** Board works with Governance Committee to identify priorities and opportunities for funding

1. Create an annual budget and chart of accounts [Finance]
2. Identify potential funders and apply for 4 grants for signature events and programs (Database, Symposium, and Youth Network) [Development]
3. Establish 3 new Sustaining Partners and 10 new Contributing Partners [O&C]
4. Expand individual donor solicitations via website by 20% [Board, Development, O&C]
5. Leverage current funds to expand financial capacity [Finance]

**Objective B.** Determine staff capacity needed to meet operational needs

1. Prioritize staffing needs [Board, Governance]
2. Create job descriptions based on current work being performed by volunteers and interns [Governance]
3. When funding is sufficiently secure, Board will hire an Executive Director [Board]
4. ED will conduct open hiring process to ensure a diversity of candidates for each staff position [ED]
5. Create performance standards and conduct periodic informal and formal reviews to insure modeling of GPSEN values [ED, Governance]
6. Use Board Matrix to recruit new board members for maximum diversity [Board & Governance]

**Objective C.** Establish succession plan for Board Executives and Committee Chairs

**Goal 3**. Advance the development of lifelong sustainability learning opportunities in formal, non-formal, and informal education, training, and public awareness

**Objective A.** Develop and provide access to an array of ESD information and resources through online platforms

1. Fund, create and maintain a comprehensive, inclusive, searchable, and multi-lingual database of sustainability trainers, grants, events, internships, etc,, within the year [O&C]
2. Update information and resources to GPSEN website and social media, with content of bi-weekly and monthly newsletter [O&C]
3. Conduct annual update of research on regional ESD curriculum, resources, and providers [R&E]

**Objective B.** Create and promote ESD curricula and programs that meet the needs and skill sets of a diverse audience

1. Collect ESD curricula and update quarterly, with links to online resources for website and database [R&E]
2. Create ESD curricula on hope and resilience, with PCC’s TGIF grant [P&E]

**Objective C.** Create and support opportunities for ESD capacity-building and workforce development

1. Create 2 ESD trainings [P&E]
2. Hire 4 interns for GPSEN internship program [P&E]
3. Plan to provide low-cost, accessible workforce sustainability trainings and continuing education for partners by June [R&E and P&E]
4. Establish template for Fellowship Program and designate 3-4 Fellows [R&E]

**Goal 4.** Increase public awareness about regional and international sustainability issues and the role of ESD in shaping a healthy, just, and thriving future

**Objective A.** Develop and implement marketing plan that raises public awareness and increases involvement in ESD

1. Raise public awareness through monthly newsletters on ESD efforts in our region [O&C]
2. Create press release template [O&C]
3. Contribute one article to Eco-Thinking Journal per year [R&C]
4. Develop and share Annual Report [Board, Governance, O&C]

**Objective B.** Create opportunities for public dialogue on regional ESD policies and issues

1. Convene one public forum each year focused on important regional ESD policies and issues [P&E]
2. Facilitate opportunities for people to come together and discuss sustainability issues in their neighborhoods, focusing on underserved neighborhoods [P&E]

**Objective C.** Develop marketing and programs on international ESD policies and issues

1. Share SDGs survey with stakeholders [Board]
2. Convene one public forum each year focused on important international ESD policies and issues [P&E]

**Goal 5.** Support capacity building to develop global citizens who will steward our region for current and future generations and foster trust and healthy relationships in communities

**Objective A.** Offer leadership development and engagement opportunities for GPSEN leaders and partners

1. Encourage all working group participants to take leadership roles in working groups and to train their successors [Governance]
2. Encourage Board members to take year-long (option to renew) leadership roles in committees and to train their successors [Governance]
3. Recruit new Board Members and offer Board Orientation [Governance]
4. Mentor 3-4 youth in leadership development [P&E]

**Objective B.** Create and promote ESD service-learning and volunteer projects

1. Partner with community organizations to create 4 service-learning and volunteer opportunities in the region [P&E]

**Objective C.** Support networks that empower and mobilize youth to engage in their communities

1. Establish leader and advise Youth Network monthly [P&E]
2. Develop 3 projects with College Network [P&E]
3. Secure funding to send 1-2 youth to RCE Conferences [Governance]

**2016 GAP Commitments**

1. Policy: Meet with government officials
2. Transforming Whole Institutions: Partnerships with colleges and industries
3. Trainings and Capacity-Building:
	* Develop Hope and Resilience Training
	* Regional Faculty Workshop
4. Youth Engagement:
	* K-12 and College Student Networks
	* Pen Pal Program
5. Sustainable Communities:
	* EcoChallenge
	* Volunteer Projects

**Sample Action Plan**

**Goal 1.** Continuously build and maintain a vibrant and diverse regional cross-sector network of individuals and organizations advancing education for sustainability together

**Objective A**. Establish partnerships that facilitate inclusive and culturally diverse participation and collaboration across sectors and organizations

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| **Project** | **Tasks** | **Committee/ Working Group** | **Lead** | **Partners/****Resources** | **Outcomes/ Indicators** | **Assessment** | **Timeline** | **Status** |
| Create an outreach plan |  | O&C |  |  |  |  | Dec 31 |  |
| Update partnership list quarterly and analyze for inclusivity and cultural diversity |  | O&C |  |  |  |  |  |  |
| Update GIS stakeholder map, on website, quarterly |  | O&C |  |  |  |  |  |  |
| Establish a renewal and reminder system for partners |  | O&C |  |  |  |  |  |  |

**Implementation**

We strive to organize GPSEN as an inclusive network, inviting all stakeholders and partners to find ways to engage, provide input on policies and projects, and develop innovative means and resources to support the sustainability education missions of their communities and organizations. Through our Board of Directors (aka Coordinating Committee), committees, and working groups, we will implement action plans as efficiently and collaboratively as possible.

To achieve the goals and objectives outlined above, we have developed the following list of proposed programs and activities, organized according to the time frame in which we plan to implement them. Activities are categorized as existing and ongoing, short-term (within six months), medium-term (within a year) and long-term (within three to five years). This working document represents some examples of activities; the list is by no means comprehensive and will be edited to reflect emerging opportunities and priorities. The Board of Directors and our four lead committees, with their specific working groups, will manage the overall communication and convening processes to develop the activities identified to achieve the goals and objectives.

**GPSEN BOARD OF DIRECTOR RESPONSIBILITIES**

The Board of Directors (aka, Coordinating Committee) helps shape and facilitate the work of GPSEN. Members of the Board of Directors volunteer their time to:

* + establish GPSEN’s mission, vision, values, goals, and objectives
	+ create strategic plans to meet the core mission and goals of GPSEN
	+ attend monthly meetings
	+ provide input on GPSEN/RCE activities
	+ help with outreach to increase awareness of the mission of GPSEN in our broader communities
	+ serve as liaisons between GPSEN and their member organizations
	+ attend quarterly GPSEN partner and stakeholder meetings
	+ and conduct the overall business of GPSEN through volunteering with a subcommittee and/or working group of interest.



**Committees and Working Groups**

**Governance**

* Develop organizational structure/internal policies to meet mission and goals
* Engage in strategic planning
* Model ethical governance, including accountability and transparency
* Develop and implement policies on organizational and political advocacy
* Maintain accountability of GPSEN on issues of diversity, equity, and justice as they relate to sustainability education
* Seek out and implement funding opportunities to support staff and project capacity
* Develop strategic partnerships with other regional efforts
* Develop assessment tools that evaluate results of programs and support transparency and accountability
* Assess outcomes and provide public reports

#### **Working Groups**

* Policy and Planning
* Ethics
* Development
* Assessment

To join the Governance subcommittee or a working group, contact Lin Harmon-Walker. For more information on Development efforts, contact [Laura Kutner](http://lakutner@gmail.com/).

**Outreach & Communications (O&C)**

* Develop and implement plans for outreach and partnership development and retention
* Facilitate transparency on GPSEN’s goals and actions
* Participate in programs to raise public awareness about education for sustainable development, including presentations and tabling
* Develop clear branding, messaging and marketing materials
* Insure diverse representation, messaging and actions based on social equity and justice
* Influence broader policy development related to education for sustainable development
* Manage listservs, newsletter, social media, and website
* Keep updated calendar/opportunities list for partners/public
* Collect best practices and resources to be shared on website and in newsletters

#### **Working Groups**

* Partnerships
* Community Outreach
* Marketing
* Diversity and Equity
* Advocacy
* Newsletter and Social Media
* Website

To join the Outreach & Communications subcommittee or a working group, contact Briar Schoon or Alfredo Gonzalez.

**Programs & Events (P&E)**

* Increase sustainability education and training opportunities in the region
* Co-sponsor, organize, and/or promote conferences and workshops
* Foster collaboration and connections among members, including formal and informal educators
* Develop networking opportunities, including socials and symposiums
* Facilitate discussions about regional issues and challenges
* Develop programs for members focusing on professional development and capacity building, including workshops and leadership development
* Empower and mobilize youth in our community
* Set up internship opportunities
* Develop service-learning opportunities

#### **Working Groups**

* Events
* Professional Development
* K-12 Youth Network
* College Student Network
* Civic Engagement
* International Committee

To join the Programs & Events subcommittee or a working group, contact Kim Smith.

**Research & Education (R&E)**

* Support efforts to advance research in our region, on sustainability issues
* Identify existing research
* Promote collaborative research opportunities
* Promote and help disseminate research
* Work with Outreach team to keep research visible on website
* Research and post best practice tools on website
* Promote and share curriculum development
* Offer forums for innovation through our Think Tank
* Facilitate articulation agreements between institutions

#### **Working Groups**

* Research Projects
* Research Database and Asset Map
* Curriculum Development
* Think Tank
* Articulation

To join the Research & Curriculum subcommittee or a working group, contact Neeraja Havaligi or Frank Granshaw.  For more information on the Think Tank, contact [James Reed](http://jsquared.james@gmail.com/)

**MEETINGS and OPERATIONS**

**Meetings**

The Board generally meets monthly, on the second Thursday of each month, from 10 am – 12 pm, at the PCC CLIMB Center, until determined otherwise. Some meetings are replaced by our annual retreat and stakeholder meetings.

An agenda will be distributed in advance of the meeting, with opportunities to submit topics. Agendas include official GPSEN reports, discussion topics, and action items.

More details are covered in our [By-Laws](http://gpsen.org/wp-content/pdf/governancePage/GPSENBYLAWS3.30.15.pdf) (on our website and in Appendix 1).

**Guiding Principles for GPSEN Meetings**

Because we value collegial relationships, the voices of our members, and the important work of GPSEN, during meetings we will make every effort to:

*1. Come ready to engage in the meeting*. Arriving on-time, reading over the previous meeting’s minutes and current agenda, as well as completing assigned tasks prior to the meeting will help us make productive use of our time.

*2. Stay engaged in the meeting. We strive to “co-hold” the meeting* process and acknowledge that each of us accepts responsibility to be intentionally aware of our own participation. We strive to balance both listening and talking during meetings and will consider ways that we can be involved in the work of GPSEN (subcommittees, etc.). We also agree to conduct meetings within the guidelines agreed upon by GPSEN (i.e. Modified Consensus) and revisit and/or modify these guidelines as determined by the group.

*3. Respect one another in meetings.* We value different experiences, perceptions, styles, and opinions and recognize that these experiences shape our communication with one another as well as our ideas about respect. Therefore, we strive to assume the best intentions of our peers. We will seek to maintain a professional tone with one another and as “co-holders” of the meeting, each of us accepts responsibility to be intentionally aware of our actions and how they may affect others.

**Decision-Making**

All Board Members have the right to participate in Board deliberations and vote on decisions, when quorum is met. Advisors, Interns and Working Group leaders who attend a Board meeting can advise decisions, but do not have the right to vote.

**Modified Consensus Decision Making Process**

*Adopted 9/14*

**Quorum** – 40% of the Coordinating Committee will constitute a quorum. Input from members not present will be considered during group deliberation, but does not constitute as a vote.

**Roles** 1. Facilitator 2. Note Taker 3. Committee Lead

**Decision Making Process**

1. Facilitator states the agenda item (problem, decision, or question)
2. Group confirms time limit
3. Initial thoughts – Use Range of Consensus as a straw poll
4. Discuss pros and cons and identify concerns
5. Facilitator summarizes emerging decision and refines statement
6. Facilitator checks for “Range of Consensus.” If unanimous, record & move on. If not, hear and consider reservations and objections.
7. Will use modified consensus with consensus minus one, if full consensus cannot be achieved.
8. If consensus is impossible within the time frame, take the following steps:
* If possible, allot additional time for discussion.
* If not, table the issue until the following meeting for more research and discussion among concerned parties
* If a decision cannot be tabled until the following meeting, abide by the decision of a majority vote

**Additional Facilitation Tools**

1. Go-around 2. Small groups 3. List solutions pros and cons

|  |  |
| --- | --- |
| **Position of thumb** | **Meaning** |
| **Up** | Strongly support or agree with reservation (but don’t need to talk) |
| **To the side** | Not enthusiastic, mixed feelings; or somewhat opposed. Have questions or concerns; need information; need to talk |
| **Down** | Strongly oppose, major concerns, need to talk |

**Policies**

Per recommendations by our Governance Committee and approved by our Board of Directors, we ask Board Members to abide by the following polices.

**Political Advocacy Policy**

The Greater Portland Sustainability Education Network is a cross-sector network of organizations and institutions that support and provide sustainability education within the four-county Portland metro region. This includes formal education (e.g., colleges and schools), non-formal education (e.g., organizations, government) and informal education (e.g., the media). In accordance with our mission statement, we are committed to increasing our collective impact to educate for a sustainable future.

We, therefore, will advocate for public policies, legislation, and social change initiatives that support education for sustainable development in the region and beyond. In addition to our support of sustainability education, we may advocate for specific efforts that help support the leadership capabilities, civic engagement skillsets, and program development of members of the RCE and community, in order to help achieve a healthy, just, and thriving region where sustainability education is prioritized and integrated across sectors.

Given the diversity of members of our network, we will strive to be politically non-partisan in our advocacy activities. While not formally taking a side in complex, regional sustainability issues, we will nevertheless aim to facilitate examination and understanding of such issues and encourage dialogue and engagement.

**Privacy Policy**

**Our Commitment To Privacy**

Your privacy is important to us. Any use of the information you provide will be used only for the specific purposes of supporting the work of GPSEN and only with the authorization of GPSEN’s Coordinating Committee, under the advisement of the Outreach & Communications Committee and Governance Committee.

This policy explains our on-line information practices and the choices you can make about the way your information is collected and used. This policy is available on our website’s Governance page and is linked to forms where personally identifiable information may be requested.

**The Information We Collect**

This notice applies to all information collected or submitted on the GPSEN website, including our listserv subscription form, Engagement Pledge, and sustainability provider map. The types of personal information collected at these pages include:

* Name
* Organization
* Organizational address
* Email address
* Website
* Phone number (optional)
* Comments on specific areas of interest (optional)

Your personal information is used to subscribe you to GPSEN’s listserv, so that you can receive our monthly e-newsletter and occasional invitations and reminders about events. We do not share this information with outside parties. We never use nor share the personally identifiable information provided to us online in ways unrelated to the ones described.

The information that you share on the Engagement Pledge is shared with committee chairs, in order to help support your engagement in committees, projects, and participation, as indicated by your preferences.

The information organizations provide to be included as a partner on the sustainability provider map will include the organization’s name, contact information, address, and website, with additional information at your discretion. Your organizational address will be used to place you on the sustainability provider map.

**Our Commitment To Data Security**

Our Outreach Committee will manage resources in appropriate and secure manners in order to prevent unauthorized access, maintain data accuracy, and ensure the correct use of information, as outlined above.

As pertains to social media, if you choose to “Like” us on Facebook or “Follow” us on Twitter, your information will be managed under the regulations and policies of those social media sites.

**How You Can Correct Your Information**

At any time, you can submit revisions to your on-line information in order to have your name and contact information changed or be removed from our email and/or partner lists. You can do so at: https://www.lists.pdx.edu/lists/listinfo/un-rce-esd

**How To Contact Us**

Should you have other questions or concerns about these privacy policies, please send us an email at news.gpsen@gmail.com.

**Draft of Conflict of Interest Statement**

Included in Appendix 2.

**Financial Controls Policies and Procedures Statement**

This statement is in the review process by the Governance Committee. The final draft will be submitted to the Board of Directors for approval.

**Minutes**

Minutes will be taken and approved by Board members. Approved minutes will be distributed to all Board Members and posted on our website.

**Finances**

The Treasurer shall have the overall responsibility for: (a) maintenance of full and accurate accounts of all financial records of the corporation; (b) deposit of all monies and other valuable effects in the name and to the credit GPSEN as may be designated by the Board of Directors; (c) disbursement of all funds when proper to do so; (d) presentation of financial reports as to the financial condition of the corporation to the Board of Directors; and (e) any other duties as may be prescribed by the Board of Directors. More details are covered in the By-Laws.

Partner funds and donations will be collected via our website, through our PayPal account, and be deposited into our OnPoint Credit Union account.

To help document the in-kind support offered by Board members, we ask that you help us keep track of your contributions. Volunteer hours will be entered in our [monthly GPSEN Time Sheet](https://docs.google.com/spreadsheets/d/1zhipjP_3lCsBM8MNWhci5v_qf8FWUcLiaGu1b7dJpak/edit) and be counted as in-kind support for grant applications.

**Assessment**

Annual reports are due to the UNU-IAS each fall. We summarize outcomes from our programs and events to assess how we have achieved our goals and objectives. We also submit applications for global awards from the UNU-IAS and have won two: Outstanding Flagship Project in Community Engagement, for our TeamWorks Project with Hands on Greater Portland in 2014, and Outstanding Flagship Project in Community Engagement and Sustainable Consumption and Production for the NWEI EcoChallenge, in 2015. We are proud of these efforts and will continue to strive for excellence.

Here is a summary of our achievements for the last several years:

**Achievements for 2016-2017**

1. Governance development:
* Engagement of Board and committees in developing annual goals, objectives, and targets
* Management of non-profit status
* Grant-writing through our Development Committee, with intern and Fellows
* Renewal process developed for partner fees collected via our website
* Selection and orientation of new Board Members
1. Innovative cross-sector partnerships and projects that support transformative education and research:
* Think Tank gatherings
* Expansion of Fellows Program through Think Tank – we currently have four Fellows
* 4th year participating in NWEI’s EcoChallenge
* AASHE webinar on SDGs
* Sustainability Symposium, highlighting regional research and innovative projects
* Earth Week events at regional colleges and universities: speakers, tours, and films
* Development of Hope and Resilience and Facing Climate Change training workshops, funded by PCC
* College Student Network updated and Leadership Fellow hired at PSU
* Co-hosted Investments for Developing Communities Population Forum
* Kim Smith serves on AASHE’s Board of Directors and Heather Spalding sits on AASHE’s Advisory Council
* Collaboration with partners on events, including Port of Portland, World Affairs Council, ISSP, UNA Portland, Hosteling International, etc.
1. Media and Outreach:
* GPSEN website created and managed by a PCC computer science student intern
* Management of MailChimp listserv
* Bi-weekly newsletter, edited by a communications intern
* Resources and events shared on GPSEN’s website and Facebook page and via Twitter
* Outreach committee created marketing materials
* Meetings held with potential partners
* Interview on KPSU’s Shades of Green Podcast
1. Grant funding development:
* Multiple letters of inquiry submitted
* Hope and Resilience and Facing Climate Change workshops funded by PCC’s Green Initiative Fund
* GPSEN Fellow research on watershed management, funded by Clackamas County
1. Professional development opportunities and summits for ESD students, educators, and providers:
* GPSEN Internships and Fellowships
* GoGreen Business Conference
* Workshops and presentations on ESD and campus sustainability at the AASHE conference, in Baltimore
* Washington Higher Education Sustainability Conference
* Globally Sustainable Self Conference (book in progress, with Oxford University Press)
* Hope and Resilience and Facing Climate Change workshops for college network and community members
* Regional Faculty Sustainability Training­­­
1. Events and opportunities for networking, idea-sharing, and policy discussions:
* Sustainability Social, with custom ice cream created
* UN Day, with UNA Portland, focused on refugees
* Attendance by partners at the AASHE conference
* Attendance by GPSEN leaders at RCE of the Americas meeting, in Curitiba, Brazil, and Global RCE Meeting, in Yogyakarta, Indonesia
* Sustainability Symposium, with networking reception and Sustainability Leadership awards
* Presentations to regional leaders
* Meetings with PCC’s Sustainability Leadership Council and PSU’s Institute for Sustainable Solutions
* Poster presentations at PSU’s Sustainability Celebration
* Screening of “Gaining Ground”
* College Network event at PSU on “Food for Earth”
* World Environment Day, focused on Sustainable Development Goals (SDGs), with Hosteling International and UNA Portland

**Achievements for 2015-2016**

1. Governance development:
* Engagement of committees and working groups in developing annual goals and objectives
* Completion of a SWOT analysis at our Board retreat
* Grant-writing through our Development Committee
* Establishment of our new partnership model, with partner fees collected via our website.
* Publication of our RCE Governance Structure research
* Selection and orientation of new Board Members
1. Innovative cross-sector partnerships and projects that support transformative education and research:
* Think Tank gatherings
* Establishment of Fellows Program
* 4th year participating in NWEI’s EcoChallenge
* AASHE webinar on SDGs
* Kim Smith attended the ESDG conference, in India, identifying how education can help achieve the SDGs
* Indigenous Wisdom and Sustainability Consciousness Event
* Earth Week events at regional colleges and universities: speakers, tours, films, and art exhibits
* Development of Hope and Resilience training modules, funded by PSU and PCC
* College Student Network research project, led by interns
* Kim Smith serves on AASHE’s Board of Directors
* Heather Spalding sits on AASHE’s Advisory Council
* Collaboration with AASHE, US Partnership for ESD, EAUC, and ACTS to measure SDGs for Higher Education’s Global Alliance
1. Media and Outreach:
* GPSEN website created and managed by a computer science student intern and GIS student
* Management of MailChimp listserv
* Bi-weekly newsletter, edited by a student intern
* Resources and events shared on GPSEN’s Facebook page and via Twitter
* Outreach committee meetings on marketing materials and partnership development
* Meetings held with potential partners
* Interview on KPSU’s Shades of Green Podcast
1. Grant funding received to support:
* Increased diversity in leadership in environmental education, from Metro
* Development of Hope and Resilience training, from PCC
1. Professional development opportunities and summits for ESD students, educators, and providers:
* GoGreen Business Conference
* Workshops and presentations on ESD and campus sustainability at the AASHE conference, in Minneapolis
* Earth Care Summit
* Oregon Higher Education Sustainability Conference
* Global Sustainable Self Conference (book in progress, with Oxford University Press)
* Sustainability Curriculum Consortium webinar on SDGs
* Hope and Resilience workshops for college network at PSU and Oregon Department of Environmental Quality
* Regional Faculty Sustainability Training­­­
1. Events and opportunities for networking, idea-sharing, and policy discussions:
* 3 stakeholder meetings
* UN Day and the Launch of the SDGs, at the World Forestry Center
* Attendance by partners at the AASHE conference
* Human Rights Day Panel- Education as a Human Right
* End-of-year party and awards ceremony, at Northwest Earth Institute
* Meetings with regional leaders
* Attendance at partner fundraisers
* Meetings with PCC’s Sustainability Leadership Council
* Poster presentations at PSU’s Sustainability Celebration; intern Irene Bailey honored
* Screening of “Gambling on Extinction” for World Environment Day, with Hosteling International, the Oregon Zoo, and USFWS

**Achievements for 2014-2015**

1) Governance development:

* Engagement of committees and working groups to develop objectives and annual plan, via two facilitated retreats
* Creation of a Development Committee to write grant applications and establish our new partnership model, as a non-profit.
* Program Review from a Project Management class
* Research on RCE Governance Structures, with Kyoko Shiota

2) Innovative cross-sector partnerships and projects that support transformative education and research:

* Creation of a Think Tank
* Native American Talking Circle
* Development of questions for International Society of Sustainability Professionals (ISSP) certification test
* Earth Week events at Portland Community College
* Indigenous Wisdom Lecture by Ilarion Merculieff
* GPSEN ESD presentation
* Earth Day Fair
* Development of sustainability modules with Heroic Imagination Project
* Creation of College Student Network
* Participation in NWEI Eco-Challenge
* Kim Smith serves on AASHE’s Board of Directors
* Collaboration with US Partnership for ESD to write U.S. Report on ESD and Global Action Programme

3) Media and Outreach:

* New GPSEN website created with a student intern
* Management of MailChimp listserv
* Update monthly newsletter with student intern
* GPSEN Facebook page
* Meetings with Outreach committee
* Over 60 meetings with potential partners

4) Grant funding received to create an ESD Asset Map

5) Professional development opportunities and summits for ESD students, educators, and providers:

* Attendance at the 9th Global RCE Conference, in Okayama, Japan
* Earth Care Summit (outreach and attend)
* Economics of Happiness Conference (co-sponsor, outreach, tabling, and participants)
* Oregon Environmental Education Association Conference (outreach and presentation)
* Global Sustainable Self Conference (attend, with creation of a Think Tank)
* Eco-Psychology Summit (outreach and presentation)
* GoGreen Business Conference (co-sponsor, outreach, tabling, and attend)
* Lewis & Clark Environmental Symposium (outreach and presentation)
* Civic Engagement and SDGs webinars for AASHE (outreach and presentation)
* ESD Workshop at AASHE conference, with Charles Hopkins and Philip Vaughter (outreach and presentation)

6) Events and opportunities for networking, idea-sharing, and policy discussions:

* Quarterly stakeholder meetings
* Meetings with local, regional and national politicians, with support from Charles Hopkins
* Attendance at partner fundraisers
* Meetings with PCC’s Sustainability Leadership Council
* Co-host release of “Planetary” movie, with Hosteling International
* UN Day and the Launch of the SDGs
* Attendance by Kim Smith at the RCEs of the America's meeting in Grand Rapids, Michigan, in August, 2015
1. Community projects and service-learning:
* Participation of 11 students and community members in Hands on Greater Portland's E4 Sustainability TeamWorks service team, with 6 different educational and service events

**Achievements for 2013-2014**

1) Governance development: Engagement of Coordinating Committee, subcommittees, and working groups to develop bylaws, objectives and annual plan, and grant applications

2) Innovative cross-sector partnerships and projects that support transformative education and research:

* Coalition for a Livable Future's Regional Equity Stories Exhibit
* Center for Civic Participation's Social Equity and Justice Forum
* Co-sponsored Earth Week events at Portland Community College:
	+ Wisdom of the Elders Film Release
	+ GPSEN ESD presentation
	+ Sacred Art Studio's Interactive Art Mandala

3) Outreach and Social Media:

* GPSEN website, listservs, and newsletter created, with monthly updates
* Logo development (with support from PCC graphic design students and an artist)
* New GIS map of partners (thanks to a PCC student intern)
* Development of FAQs list on website
* Creation of Facebook page and Twitter account

4) Grant funding received to create an ESD resource catalogue, with curricula, research, literature, professional development providers, and program evaluation tools

5) Professional development opportunities and summits for ESD students, educators, and providers:

* Attendance at the 8th Global RCE Conference, in Nairobi
* Coalition for a Livable Future's Regional Equity Atlas training
* PSU's Social Sustainability Colloquia: GPSEN presentation and session on Hands On Greater Portland
* High school student presenters with the International Virtual Youth Conference
* Planning for October AASHE conference

6) Events and opportunities for networking, idea-sharing, and policy discussions:

* Quarterly stakeholder meetings
* 6 networking socials
* Meetings with politicians
* Attendance at partner fundraisers
* Collaboration with US Partnership for ESD
* Attendance by Kim Smith and sustainability outreach consultant, Jamie Stamberger, at the RCEs of the America's meeting in Mexico, in July 2014.

7) Community projects and service-learning: Participation of 12 students and community members in Hands on Greater Portland's E4 Sustainability TeamWorks service team, with 6 different educational and service events.

8) Public awareness and outreach campaigns:

* Press releases
* Outreach meetings and RCE presentations with partners
* RCE Launch Celebration
* RCE Coordinator Kim Smith's summer tour of RCEs in Europe and meetings with UNESCO and ESD consultants

You can view our full Annual Reports for 2014, 2015, 2016, or 2017 on our website or in our shared files. Feel free to share these examples of how GPSEN contributes to our community with others. Please help share our mission, story and the power of collaboration and collective impact.

**Appendix 1: BYLAWS**

**BYLAWS OF A NONMEMBERSHIP CORPORATION**

**NAME OF CORPORATION: GREATER PORTLAND SUSTAINABILITY EDUCATION NETWORK (GPSEN)**

**ARTICLE I: PURPOSE**

This corporation shall be organized and operated exclusively for charitable, scientific, literary, and/or educational purposes. Subject to the limitations stated in the Articles of Incorporation, the purposes of this corporation shall be to engage in any lawful activities, none of which are for profit, for which corporations may be organized under Chapter 65 of the Oregon Revised Statutes (or its corresponding future provisions) and Section 501(c)(3) of the Internal Revenue Code (or its corresponding future provisions).

This corporation’s primary purpose shall be to connect diverse organizations in a collaborative network that multiplies our collective capacity to educate for a more sustainable future.

**ARTICLE II: NONMEMBERSHIP**

While this corporation shall have organizational and individual partners, this corporation shall have no formal “members,” as that term is defined by Oregon law, as allowed by Oregon Revised Statutes §65.137 (or corresponding future sections).

**ARTICLE III: BOARD OF DIRECTORS**

Section 1. *Duties.* The affairs of the corporation shall be managed by the Board of Directors, also known as the Coordinating Committee.

Section 2. *Number.* The number of Directors may vary between a minimum of four and a maximum of 18 to represent the diverse needs of GPSEN.

Section 3. *Term and Election.* The term of office for Directors (Coordinating Committee voting members) shall be one year. A Director may be reelected without limitation on the number of terms s/he may serve. The Board shall elect its own members using a modified consensus process, except that a Director may not vote on that member’s own position. The terms and election of board Officers are separately governed by Article IV, Section 2.

Section 4. *Removal.* In keeping with Oregon law, any Director or Officer may be removed, with or without cause, by a vote of at least two-thirds of the Directors then in office. The Board shall first attempt to reach a modified consensus through discussion before resorting to a two-thirds vote.

Section 5. *Vacancies.* Vacancies on the Board of Directors and newly created Board positions will be filled by the Directors then on the Board of Directors using a modified consensus process.

Section 6. *Quorum and Action.* A quorum at a Board meeting, if these Bylaws prescribe a variable range of Board members, shall be a majority of the number of duly elected board members in office immediately before the meeting begins. If these Bylaws set a specific, rather than variable, number of Directors, then the quorum shall be a majority of the set number of duly elected board members. If a quorum is present, action is taken by modified consensus of the Directors present, except as otherwise provided by these Bylaws. Where the law requires a majority vote of the Directors in office to establish committees to exercise Board functions, to amend the Articles of Incorporation, to sell assets not in the regular course of business, to merge, or to dissolve, or for other matters, such action shall be taken by modified consensus if possible, and if modified consensus is not possible, by majority vote as required by law.

Section 7. *Regular Meetings.* Regular meetings of the Board of Directors shall be held at the time and place to be determined by the Board of Directors. No other notice of the date, time, place, or purpose of these meetings is required, except as otherwise provided in these Bylaws.

Section 8. *Special Meetings.* Special meetings of the Board of Directors shall be held at the time and place to be determined by the Board of Directors. Notice of such meetings, describing the date, time, place, and purpose of the meeting, shall be delivered to each Director personally or by telephone or by mail, or by telecommunication as provided in Section 9 immediately following, not less than two days prior to the special meeting. Written notice, if mailed postpaid and correctly addressed to the Director at the address shown in the corporate records, is effective when mailed.

Section 9. *Meeting by Telecommunication.* Any regular or special meeting of the Board of Directors may be held by telephone, telecommunications, or electronic means, as long as all Directors can hear or read each other’s communications during the meeting or all communications during the meeting are immediately transmitted to each participating Director, and each participating Director is able to immediately send messages to all other participating Directors. All participating Directors shall be informed that a meeting is taking place at which official business may be transacted.

Section 10. *Action by consent.* Any action required or permitted by law to be taken at a meeting of the Board may be taken without a meeting if a consent in writing, setting forth the action to be taken or so taken, shall be signed by all the Directors. A written communication includes a communication that is transmitted or received by electronic means. Signing includes an electronic signature that is executed or adopted by a Director with the intent to sign. An electronic signature may consist of the Board member’s typed name.

**ARTICLE IV: OFFICERS**

Section 1. *Titles.* The officers of this corporation, to be elected by and from the members of the Coordinating Committee, shall be the President, Vice President, Secretary, and Treasurer.

Section 2. *Terms and Election.* The Coordinating Committee shall elect the officers to serve two-year terms. An officer is eligible for reelection for up to three consecutive two-year terms.

Section 3. *Vacancy and Removal.* A vacancy in any office shall be filled promptly by the Directors then on the Board of Directors using a modified consensus process. Removal of Officers will be under the same term as removal of Board members as set forth in Article III, Section 4.

Section 4. *Other Officers.* The Board of Directors may elect or appoint other officers, agents, and employees as it shall deem necessary and desirable. They shall hold their offices for such terms and have such authority and perform such duties as shall be determined by the Board of Directors.

Section 5. *President.* The President, also known as the Coordinating Committee chair, shall be the chief officer of the corporation and shall act as the Chair of the Board. The President shall have any other powers and duties as may be prescribed by the Board of Directors.

Section 6. *Vice President.* The Vice President, also known as the Coordinating Committee vice-chair, shall act as the Chair of the Board on those occasions when the chair is absent or otherwise unable to preside over GPSEN business, and shall have such other tasks as determined by the Board. The Vice President shall work in tandem with the Chair to ensure that GPSEN business is accomplished.

Section 7. *Secretary.* The Secretary shall have overall responsibility for all recordkeeping. The Secretary shall perform, or cause to be performed, the following duties: (a) official recording of the minutes of all proceedings of the Board of Directors meetings and actions; (b) provision for notice of all meetings of the Board of Directors; (c) authentication of the records of the corporation; and (d) any other duties as may be prescribed by the Board of Directors.

Section 8. *Treasurer.* The Treasurer shall have the overall responsibility for all corporate funds. The Treasurer shall perform, or cause to be performed, the following duties: (a) maintenance of full and accurate accounts of all financial records of the corporation; (b) deposit of all monies and other valuable effects in the name and to the credit of the corporation in such depositories as may be designated by the Board of Directors; (c) disbursement of all funds when proper to do so; (d) presentation of financial reports as to the financial condition of the corporation to the Board of Directors; and (e) any other duties as may be prescribed by the Board of Directors.

**ARTICLE V: COMMITTEES**

Section 1. *Executive Committee.* The Board of Directors may elect an Executive Committee. The Executive Committee shall have the authority to make ongoing decisions between Board meetings and shall have the authority to make financial and budgetary decisions.

Section 2. *Other Committees.* The Board of Directors may establish such other committees as it deems necessary and desirable. Such committees may exercise the authority of the Board of Directors, if given such authority in writing by the Board, or may be advisory committees. Any committee that exercises any authority of the Board of Directors shall be composed of two or more Directors, elected by the Board of Directors by a majority vote of the number of Directors prescribed by the Board, or if no number is prescribed, by a majority vote of all Directors in office at that time.

Section 3. *Quorum and Action.* A quorum at a Committee meeting exercising Board authority shall be a majority of Committee members in office immediately before the meeting begins. If a quorum is present, action is taken by a modified consensus of Directors present.

Section 4. *Limitations on the Authority of Committees.* No Committee may exercise non-delegable functions of the Board, such as authorize payment of a dividend or any part of the income or profit of the corporation to its Directors or officers; may approve dissolution, merger, or the sale, pledge, or transfer of all or substantially all of the corporation’s assets; may elect, appoint, or remove Directors or fill vacancies on the Board or on any of its committees; nor may adopt, amend, or repeal the Articles, Bylaws, or any resolution by the Board of Directors.

 **ARTICLE VI: CORPORATE INDEMNITY**

This corporation will indemnify to the fullest extent not prohibited by law any person who is made, or threatened to be made, a party to an action, suit, or other proceeding, by reason of the fact that the person is or was a Director, officer, employee, volunteer, or agent of the corporation, or is or was a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 (or its corresponding future provisions) with respect to any employee benefit plan of the corporation. No amendment to this Article that limits the corporation’s obligation to indemnify any person shall have any effect on such obligation for any act or omission that occurs prior to the later of the effective date of the amendment or the date notice of the amendment is given to the person. The corporation shall interpret this indemnification provision to extend to all persons covered by its provisions the most liberal possible indemnification – substantively, procedurally, and otherwise.

**ARTICLE VII: AMENDMENTS TO BYLAWS**

These Bylaws may be amended or repealed, and new Bylaws adopted, by the Board of Directors by a modified consensus vote of Directors present, if a quorum is present. Prior to the adoption of the amendment, each Director shall be given at least two days’ notice of the date, time, and place of the meeting at which the proposed amendment is to be considered. The notice shall state that one of the purposes of the meeting is to consider a proposed amendment to the Bylaws and shall contain a copy of the proposed amendment.

DATE ADOPTED: \_April 9\_, 2015

We certify that these Bylaws are a true copy of the Bylaws of this corporation.

SIGNATURE BY CORPORATE OFFICER:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Title: Board President

SIGNATURE BY CORPORATE OFFICER:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Title: Vice-President

SIGNATURE BY CORPORATE OFFICER:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Title: Treasurer

SIGNATURE BY CORPORATE OFFICER:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Title: Secretary

A version signed by Executive Board members is available in PDF on our website.

**Appendix 2**

**GREATER PORTLAND SUSTAINABILITY EDUCATION NETWORK – GPSEN**

**CONFLICTS OF INTEREST AND EXECUTIVE COMPENSATION POLICY**

PURPOSE

The Coordinating Committee, serving in its role as Board of Directors, shall monitor the transactions between GPSEN and insiders to ensure that any transaction between GPSEN and an insider that is a conflict of interest is fair to GPSEN and does not grant excessive benefit to the insider. The purposes of this policy are to ensure that directors and officers act loyally to GPSEN and that directors, officers, and those who exercise substantial influence over GPSEN do not use their influence to obtain benefits in excess of fair market value in transactions with GPSEN. This policy seeks to ensure that GPSEN maintains high ethical standards and observes state and federal taxation law concerning conflicts and excess benefits transactions.

SECTION 1: DEFINITION OF CONFLICTS OF INTEREST

*Definition of Conflict.* A conflict of interest arises when an insider described below may benefit financially from a decision he or she could make in his or her capacity as an insider, including indirect benefits to family members or businesses with which the insider is closely associated. A conflict of interest arises in any such transaction between the corporation and an insider, except for:

* transactions in the normal course of operations that are available to the general public under similar terms and circumstances, and
* expense reimbursements to an insider made pursuant to an accountable plan under IRS Reg. 1.62-2(c)(2) or its corresponding future provisions.

*Consequences of Conflicts.* Some conflicts of interest are prohibited and GPSEN cannot engage in them. Others are permitted but are subject to special procedures set out below to ensure that the transaction is fair to GPSEN and complies with applicable law, regulations, and funder agreements.

*Conflicts that Fall Outside of Definition.* The board recognizes that this policy may not describe all of the transactions or matters in which an insider or an individual or business closely connected with an insider may engage in a transaction or other matter with GPSEN that creates divided loyalties or the possibility or perception of a conflict of interest or of unfair advantage to the other party. In such case, the board shall determine whether the transaction should be treated as a conflict of interest under this policy or should otherwise be scrutinized.

SECTION 2: DEFINITION OF AN INSIDER

An insider is any of the following persons, family members or entities:

*Insider.* An insider is any person who is in a position of authority over GPSEN or who exerts substantial influence over GPSEN, including directors, officers, the top management official, the top financial official, other key employees, the founders, and major donors. An insider described in this section remains an insider for five years after his or her influence over GPSEN ends.

*Family Members.* Family members of insiders are also insiders. Family members include the spouse or partner in a civil union recognized by state law; children, grandchildren, great-grandchildren, whole and half-blooded brothers and sisters, and spouses of any of these people; and any ancestors (parents, grandparents, etc.)

*Entities*: An entity in which a director is a general partner, director, officer, top management official, top financial official, or other key employee is an insider. Corporations and limited liability companies in which an insider owns more than 5% of the voting power, partnerships in which the insider owns more than 5% of the profits, and trusts or estates in which the insider owns more than 5% of the beneficial interest are insiders.

*Other Nonprofits and For-Profits.* Another nonprofit or for-profit entity is an insider if:

* one of our directors is also a director or officer of the other entity, and
* we and the other entity are engaged in a transaction that is significant enough that the transaction is or should be approved by the boards of both organizations.

SECTION 3: PROHIBITED CONFLICTS

*Loans to Directors or Officers.* Our organization cannot make a loan or guarantee an obligation to or for the benefit of any of its directors or officers.

SECTION 4: PROCEDURE FOR PERMISSIBLE CONFLICTS

In order to ensure that permissible transactions with insiders are fair to GPSEN and comply with state and federal laws:

1. *Full Disclosure.* All insiders must promptly and fully disclose all material facts of every actual or potential conflict of interest to the Board of Directors at the time such conflict arises.
2. *Determination of Fairness.* When GPSEN engages in a transaction with an insider that constitutes a conflict of interest, the Board shall handle the transaction as follows:
	1. *Impartial Board.* The Board shall exclude any insider that has a conflict of interest with respect to the transaction from all discussion and from voting on the transaction. The Board may ask questions of the insider prior to beginning its discussion.
	2. *Comparable Data.* The Board shall gather appropriate data to ensure that the compensation for each insider is reasonable. In the case of employee compensation packages, the Board shall utilize reliable surveys of compensation for comparable positions or shall utilize data for at least three similarly situated employees in comparable positions. The Board shall not use the employee whose compensation is under consideration to collect comparability data.
	3. *Documentation.* The Board shall document its decision by keeping written records that state the terms of the transaction and date approved, the directors present and who voted on it, the comparability data and how the data was obtained, and any actions taken with respect to directors who had a conflict of interest with respect to the transaction. The records must be prepared before the latter of the next Board meeting or 60 days after the final action is taken. Once prepared, the records must be reviewed and approved by the Board within a reasonable time.
3. *Identification of Employee Insiders.* When employee compensation packages are established each year, the Board shall identify those employees who are insiders. The Board shall monitor the compensation packages of insiders in accordance with the procedure in this section above.
4. *Reporting Benefits.* When the corporation provides an economic benefit to an insider for the insider’s services as an employee or an independent contractor, the corporation shall contemporaneously document the transaction as required by the IRS (generally on an original Form W-2, Form 990, or Form 1099 or with a written employment contract).

SECTION 5: COMPLIANCE WITH THIS POLICY

In order to ensure compliance with this policy:

1. *Annual Disclosure Statement.* The officers, directors, and key employees shall each year disclose interests that could give rise to a conflict of interest under this policy. Such disclosure shall be made on the Disclosure and Acknowledgment attached to this policy and shall be filed with the Secretary or the Secretary’s designee.
2. *List of Potential Insiders.* On an annual basis, the Secretary of the corporation or the Secretary’s designee shall develop and maintain a list of insiders who engage in or are reasonably likely to engage in transactions that constitute conflicts of interest with GPSEN during the year.
3. *Ongoing Disclosure Obligation.* Officers, directors, and key employees shall have an ongoing obligation to notify the Board promptly of interests that arise that could give rise to a conflict of interest under this policy.
4. *Monitoring by Secretary.* The Secretary or the Secretary’s designee shall monitor and enforce compliance with this policy by reviewing the list of insiders and the Disclosure and Acknowledgment forms each year and by bringing potential or actual conflicts to the attention of the President of the Board. The President shall disclose conflicts to the Board as they arise and ensure that the procedures in this policy are followed.
5. *Conveyance to Executive Director.* The Secretary or the Secretary’s designee shall convey the list of insiders identified above to the Executive Director and shall instruct the Executive Director to notify the Board if the Executive Director or any employee plans to engage in a transaction with an insider that constitutes a conflict of interest, including pay or reimbursement for business or travel expenses of the insider and/or members of the insider’s family not made pursuant to an accountable plan under IRS Reg. 1.62-2(c)(2). If so, the Board shall monitor the transaction to ensure that it complies with the procedure in Section 4 above.

SECTION 6: DELEGATION TO COMMITTEE

The Board may delegate its responsibilities under this policy to a committee of the Board. The committee shall comply with this policy and shall report its decision to the Board in a timely fashion.

Please identify any Conflicts of Interest that might apply to your ability to complete your duties as a Board Member:

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Signature: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Printed Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Title:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Date Adopted: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**Board Member Commitment**

I, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, understand that as a member of the GPSEN Board of Directors, I have a legal and ethical responsibility to ensure that the organization does the best work possible in pursuit of its goals. I believe in the purpose and the mission of the organization, and I will act responsibly and prudently as its steward.

As part of my responsibilities as a board member:

1. My behavior as a board member will be consistent with the values and mission of the organization.
2. I will align with the organization’s goals and objectives, represent the organization, and act as an ambassador to advance partnerships and collaboration.
3. I will attend at least 75% of the Board meetings and be prepared in advance with Board materials, including reviewing minutes and agenda, plus preparing reports.
4. I will serve on a minimum of one Board committee and attend committee and working group meetings for which I have signed up.
5. I will strive to notify the Board President or committee lead in advance when I am unable to attend a Board or committee meeting.
6. I will submit events and/or resources to be included in our newsletter and/or social media and will read our GPSEN newsletter and social media to stay current on opportunities.
7. I will try to attend GPSEN-sponsored events when possible.
8. Each year I will help secure financial or in-kind resources to support GPSEN. I will set an annual goal for the level of type of support I will contribute. (See Resource Development section at the end of this form).
9. I will act in the best interests of the organization, and excuse myself from discussions and votes where I may have a conflict of interest.
10. I will stay informed about the activities and current issues of GPSEN. I will ask questions and request information. I will take responsibility for making decisions on issues and reviewing policies and financial statements.
11. I will work in good faith with staff and other Board members as partners towards achievement of our goals.

In turn, GPSEN will be responsible to me in several ways:

1. I will be sent an agenda and materials five days prior to the Board meeting.
2. GPSEN will provide a new Board member orientation and annual opportunities for training related to non-profit board service.
3. Other Board members and staff will respond in a straightforward fashion to questions that I feel are necessary to carry out my fiscal, legal, and moral responsibilities to this organization.
4. Other Board members and staff will work in good faith with me towards achievement of our goals.
5. If the organization does not fulfill its commitments to me, I can call on the Board President and/or Governance Committee Chair to discuss the organization’s responsibilities with me.

**Resource Development Section**

The purpose of making a resource development commitment is to bring more clarity to each Board member’s expectations. Participation on the board is not contingent upon whether a Board member meets this personal goal in any given year. Resource development is defined broadly to include direct donations, help soliciting donations from others and/or in-kind support.

My annual resource development goal for the fiscal year 2016-2017 are:

Select from options below or add your own. Feel free to choose one method of support or multiple methods. The type and level of support is at the Board Member’s discretion, there is no minimum expectation.

□ Join GPSEN as an annual Partner, either as an Individual or as a representative of an organization.

□ Personal gift to the organization in the amount of $\_\_\_\_\_\_\_\_ (may be in the form of donation, stock gift, and other methods).

□ Assist with solicitation of individuals or other companies/organizations to contribute to GPSEN (gifts, grants, tickets, tabling, or appeals at events). I estimate my solicitations will secure $\_\_\_\_\_\_\_\_\_ to support GPSEN

□ Donation of in-kind services as follows:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (estimated value $\_\_\_\_\_\_)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (estimated value $ \_\_\_\_\_)

□ Other \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

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Signed, Member, Board of Directors Date

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Signed, President, Board of Directors Date

*The Board President should sign two copies of this agreement for each Board member. Each Board member should sign both copies, return one copy to the Board president and keep the other copy for reference.*