

Earth House Project, Inc.

Policies and Procedures

Here are the policies and Procedures of the Earth House Project as set forth on September 18, 2016.

We are governed by the Bylaws, and Officers are defined therein.

Article 1 - Membership

Membership in the Organization, (hereinafter also referred to as “EHP”) shall be as follows:

Section 1: Eligibility

Membership is available to any natural person who professes Earth-reverent beliefs and pays dues as set forth by these Policies and Procedures. Membership is on a per person basis.

Section 2: Classifications of Membership

A. Voting Member

1. Active Voting Member

An Active Voting Member is a person of majority age in good standing, and who has attended three (3) Organization meetings and participated at one (1) Organization event in the past year. An active voting member shall be entitled to one (1) vote per issue at any meeting of the membership as long as his or her dues are paid and current.

Attendance at an Organization Meeting can be in person or by electronic means, including, but not limited to, video conference or teleconference.

2. Founding Member

Founding members are Inger Raymond and Robert Hurston. Founding members are entitled to full participation in EHP as active voting members without the payment of dues, attendance of meetings, or volunteer service.

B. Non-Voting Member

1. Associate Member

An Associate member is a member in good standing who does not meet the definition of a voting member. Associate members shall have no vote at any meeting of the membership nor shall they be eligible to run for office.

2. Honorary Member

An Honorary member is a member who, upon recommendation by the Executive Committee and affirmation by a majority of the active voting members present. Honorary members shall be entitled to participate in the operations of EHP as non-voting members

Section 3: Rights of Members

All members shall have the following rights:

- 1) to initiate discussion, action, policy or position during any meeting of EHP;
- 2) to make a motion to hold an advisory vote of the members at any general meeting;
- 3) to make use of initiative, referendum, recall, and/or grievance procedures;

- 4) to participate in and provide feedback at all open meetings of the Organization, Executive Committee or other committees;
- 5) to participate on committees and assist with various activities of EHP;
- 6) in addition, active voting members have the right to vote on all matters during a regular business or special meeting.

Section 4: Assignability

Membership in or any other interest in EHP shall not be assignable by any member, nor shall membership in or any other interest in EHP pass to any personal representative, heir, legatee or devisee.

Section 5: Suspension; Good Standing

Any active voting member or associate member who shall fail to pay his/her annual dues on or before the date due shall be suspended from all the rights and privileges of membership until the dues for the current year shall have been paid to EHP. Active voting members and associate members who have paid the required dues shall be members in good standing.

Section 6: Resignation of Membership

Any member may at any time resign from membership in EHP by delivering a written resignation to the Secretary, and an acceptance thereof shall not be necessary to make such resignation effective.

Section 7: Termination of Membership

The rights or interests of members of EHP shall not terminate except upon the occurrence of any of the following events: death, resignation, removal of the member, or on the dissolution or liquidation of the Corporation.

Section 8: Removal of Membership

The membership of any individual may be revoked by a two-thirds vote of active voting members present at a regular business or special meeting. The revocation of membership shall then be immediately in force with no refund of dues paid. Removal of membership shall be taken for commission of specific acts deemed detrimental and contrary to EHP's purposes.

- 1) If the member is an officer, the proceedings for removal of an officer are described in Article 2 Section 4; No confidence.
- 2) If the member is not an officer, the procedures for removal shall be:
 - a) For Gather Attendance; the matter shall be considered by the Gather Committee, and shall be subsequently ratified at a regular business meeting.
 - b) For other events the matter shall be considered by the officers, and ratified at a regular business meeting.
- 3) The individual may appeal this decision to the Executive Committee and a unanimous vote can overturn the vote of the regular business or special meeting.

Article 2 - Officers and Terms of Office

Section 1: Duties of the Officers

A. Chair

The Chair shall preside over all meetings of the membership and the Executive Committee. The

Chair shall perform all duties incident to the office and such duties as may be prescribed by the Articles of Incorporation and the Bylaws and the Policies and Procedures, or may be prescribed from time to time by the Executive Board, and may delegate these duties as deemed appropriate and necessary.

B. Vice Chair

In the absence or disability of the Chair, the Vice Chair shall succeed to all powers, duties and responsibilities of the Chair. The Vice Chair shall perform all duties incident to the office and such duties as may be prescribed by the Articles of Incorporation and the Bylaws and the Policies and Procedures, or may be prescribed from time to time by the Executive Board. The Vice Chair shall chair the Gather Committee. The Vice Chair shall also ensure that each committee shall provide reports for all necessary meetings as well as annual budget requests.

C. Secretary

The Secretary shall keep, or cause to be kept, at the principle office of the Organization or other such place as the Executive Board may order: minutes of all meetings of the Executive Board and of membership as well as the original or copy of the Articles of Incorporation and Bylaws, and the Policies and Procedures, as amended, to date. Minutes of a meeting shall indicate the time and place of meeting, type of meeting, notice given, names of those present, and shall contain a summary of the proceedings at the meeting. The Secretary shall perform all duties incident to the office and such duties as may be prescribed by the Articles of Incorporation and the Bylaws and the Policies and Procedures, or may be prescribed from time to time by the Executive Board.

D. Treasurer

The Treasurer shall keep or cause to be kept correct accounts of the properties and business transactions of EHP; deposit or cause to be deposited all money and other valuables in the name of and to the credit of EHP; disburse or cause to be disbursed all such funds as authorized by the Executive Committee; have custody of Organization securities and of its instruments and papers involving finance and financial commitments; prepare or cause to be prepared year-end financial statements including statements of assets and liabilities; prepare or cause to be prepared all financial documents required by governmental agencies; and render to the Chair and the Executive Committee wherever requested an account of all transactions and of the financial condition of EHP. The Treasurer shall perform all duties incident to the office and such duties as may be prescribed by the Articles of Incorporation and the Bylaws, and the Policies and Procedures, or may be prescribed from time to time by the Executive Board.

E. Community Services Officer

The Community Services Officer will coordinate any public relations duties, such as advertising and outreach. The Community Services Officer shall perform all duties incident to the office and such duties as may be prescribed by the Articles of Incorporation and the Bylaws, and the Policies and Procedures, or may be prescribed from time to time by the Executive Board.

F. Delegation and Appointment

Any officer may appoint subordinate staff as deemed appropriate and necessary.

Section 2: Officer Election and Removal from Office

A. Election

The officers shall be elected by the active voting members present at the first business meeting of the fourth quarter. Each officer shall take office at the completion of that meeting. Each officer shall hold his or her office until he or she shall resign or shall be removed or shall otherwise be disqualified to serve, or his or her successor shall be elected and take office. Any active voting member may run for office but may only hold one elected office at a time. All officers shall be eligible for re-election.

B. Resignation

Any officer may resign at any time by delivering a written resignation to the Chair, and acceptance thereof shall not be necessary to make such resignation effective. The resignation of the Chair shall be delivered to the Secretary.

C. Termination of Office

The rights of office of EHP shall not terminate except upon the occurrence of any of the following events: death, resignation, removal, dissolution or liquidation of the Corporation, or failure to pay membership dues within a given year.

D. No Confidence

Any member in good standing may request, at a business meeting, that a vote of no confidence be taken on any officer. Only one vote of no confidence shall be permitted per business meeting. At the time of calling, each side, starting with the caller, shall be given five minutes to argue his or her points. At the conclusion of both sets of arguments, the membership in attendance can ask questions of clarification lasting a total of no more than ten minutes. At the conclusion of questions or ten minutes, a vote will be held and a **two-thirds (2/3)** majority vote shall be required for removal. Should the officer be upheld, the calling member shall not be able to call for another vote of no confidence of that officer for a period of six months. Should the membership vote no confidence, the officer shall immediately be removed from office and a temporary officer shall be appointed by the Chairperson. In the event that an officer is removed from office, he or she shall be barred from running for office for a minimum of two (2) years.

E. Vacancies.

A vacancy in any office because of death, resignation, termination, removal, disqualification or any other cause shall be filled by election either at the next regular business meeting or at a special meeting.

Article 3 - Meetings

Section 1: Quorum

To constitute a quorum, six voting members in good standing, three of which being officers, shall be in attendance, in person or remotely, to conduct a business meeting. For the balance of this document, "attendance" shall be presumed to include attendance in person or by interactive electronic communication.

Section 2: Business Meetings

EHP shall meet for business six times per year, reasonably spaced throughout the year with reasonable notice given. These meetings will be held at a time and place determined by the previous business meetings by a majority of voting members present. In the event that the date of the next business meeting is not determined, the meeting shall be scheduled as the Executive Committee sees fit. Agenda items are to be presented to the Chair prior to the start of the meeting.

Section 3: Special Meetings

Special meetings may be called at any time by the Chair of EHP, or by demand by means of a written petition, physically delivered to the business office, which contains the original signatures of twenty-five percent (25%) of the active voting members in good standing. No matter shall be acted upon at a special meeting other than the business specified in the notice sent pertaining to the special meeting.

Section 4: Notice of Meetings.

Notice of each business meeting or special meeting of EHP shall be posted on the website and other social media approximately ten (10) days prior to the meeting. Notice of a Special Meeting shall also specify the general nature of the business to be transacted.

Article 4 - Actions by Written Consent and Proxy Voting

Section 1: Actions by Written Consent

Unless otherwise restricted by the Articles of Incorporation or the Bylaws, or the Policies and Procedures Manual, any action required or permitted to be taken at any meeting of the active members may be taken without a meeting if all the active members consent thereto in writing to the action. Any such written consent shall be filed with the minutes and shall have the same force and effect as a unanimous vote of the members.

Section 2: Proxies

Unless otherwise restricted by the Articles of Incorporation or these Bylaws, or the Policies and Procedures Manual, any active voting member with a documented disability or hardship may authorize another active voting member to act for that member by proxy in all decision-making in which such member may participate. Every proxy shall be signed by the active voting member, and shall be revocable at the pleasure of the executing member. No proxy shall be valid after the expiration of one year from the date of its signing. Proxies must be filed with the Secretary of EHP at or before the meeting start to be deemed valid.

- a. To be considered representing other individuals, the representative must have written permission from the individual they claim to represent, and filed said permission with the EHP Secretary.
- b. A proxy may be revoked prior to the stated term by notifying in writing the Secretary and the proxy holder.
- c. No person may hold proxy for more than one other member of the active voting membership at one time.
- d. The proxy may state the originating member's vote on the articulated issue or election.

- e. Proxies may not be counted toward the establishment of a quorum or toward fulfillment of the attendance requirement of membership.

Article 5 - Voting and Elections Procedures

Section 1: Voting

A. At Meetings by Active Voting Members

Except as otherwise required by law or by these Policies and Procedures, the vote of a majority of the active voting members in person, remotely or by proxy when authorized at any duly constituted meeting of members may decide any question and take any action which may properly come before such meeting.

B. Election of Officers

Voting shall be done by secret ballot, unless attending remotely, with eligibility of voters established by reference to the active membership. A majority of active voting members, present in person, remotely or by proxy and voting, is required to seat a candidate. For each position, each voting member must indicate the candidate they select or they must indicate abstention. In the event that no candidate receives a majority vote, a second ballot shall be taken. If no majority can be achieved by the casting of five (5) ballots, the election shall be moved to the next business meeting. The Chair may appoint an interim custodian to perform those duties until a duly elected officer is seated. In the event of the Chair being vacant, the Vice-Chair shall make the appointment.

- a. Ballots shall be made out beforehand with the name(s) of candidates, a space for abstention and a blank space for a write-in. Should a write-in candidate be elected, the election shall be pending until the candidate shall be contacted and indicate his or her acceptance of election to the office.
- b. Ballots shall be distributed to qualified persons present equal to the number of proxies held, plus his or her one vote.
- c. The votes will be counted by at least two (2) non-candidates, and shall be reported to the present membership. Once counted, reported and accepted as a valid result, the ballots shall be destroyed.

C. Special Election

In the event of a vacancy in any elective office, a special election shall be held for the purpose of filling the office for the remainder of the unexpired term. All nominations in such special elections shall be made from the floor.

Section 2: Election

A. Declaration of Candidacy

Prior to the start of the elective business meeting, nominations for office for consideration for election must be submitted to the Secretary. Each submission shall include the name of the member and the office to which he or she is being nominated. A member may be nominated for only one (1) office per election.

B. Qualification for Candidacy

Any active voting member may be considered for an officer position.

Article 6 - Records, Reports, and Budgets

Section 1: Records

The corporate records and reports shall be kept at EHP's business office, or at such other place(s) as the Organization may order. The records shall include each member's name, address and class of membership, and the Organization's 501(c)(3) documentation, Articles of Incorporation and Bylaws.

Section 2: Minutes

EHP shall keep a record of minutes of all business meetings, with the time and place of the meeting, type of meeting (regular or special), names of those present or represented, and the proceedings thereof. Copies of the minutes shall be distributed to each Officer and made available.

Section 3: Books of Account

EHP shall keep and maintain adequate and correct accounts of its properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains and losses.

Section 4: Annual Reports and Financial Statements

EHP shall provide for the preparation and submittal to the active Organization members of a written annual report to be handed out at the first business meeting after the books are closed. Such report shall summarize the Organization's activities for the preceding fiscal year and plans for the forthcoming year, and shall include the annual financial statements which shall consist of an end-of-year balance sheet, and operating statement showing income and expenses, and a copy of the proposed approved budget for the upcoming year. Such financial statements shall be prepared in such a manner and form as is sanctioned by sound accounting practices, and shall be certified by the Chair, Secretary, and Treasurer.

Section 5: Annual Budget

EHP annual budget shall be submitted for approval by the active Organization members at the business meeting held nearest the last business meeting of the calendar year. In the absence of an approved budget, EHP is authorized to operate with a temporary monthly budget not to exceed 1/12th of the most recently approved budget until the new annual budget is approved.

Section 6: Inspection of Records

The corporate records, minutes, books of account and tax returns shall be open to inspection upon written request by any active Organization member at any reasonable time. Such a request may be made in person or by written, signed statement. Request for inspection other than by an active Organization member shall be made in writing to the Chair or Secretary of EHP.

Article 7 - Fiscal Year, Finances, Investments, Contracts, Loans

Section 1: Fiscal Year

In accordance with Generally Accepted Accounting Principles (“GAAP”), the fiscal year of EHP shall begin the first day of January and close on the thirty-first day of December the same year.

Section 2: Finances

Necessary expenses of the Organization shall be paid from the treasury of EHP. Expenditures per any fiscal year shall be limited to amounts allocated under approved for each expenditure in the general budget of EHP, plus the money if any, collected as fees by EHP on behalf of the expenditure. No officer or member of EHP shall have the authority to incur expenses in the name of EHP, except as authorized by the Executive Committee under the authority of the Bylaws.

Section 3: Approved Signatures

All contracts, checks, and orders for payment, receipt or deposit of money shall be signed and endorsed by the Treasurer or another officer of EHP in such a manner as shall from time to time be determined by resolution of the Executive Committee. Payments made to the Treasurer shall be signed by the Chair or another authorized officer of EHP. Electronic transfers must be reviewed at the next regularly scheduled business meeting.

Section 4: Deposit of Receipts

All receipts of EHP shall be deposited within 15 business days to the credit of EHP in such banks, trust companies or other depositories as the Executive Committee may select.

Section 5: Checks, Drafts, etc

All checks, drafts or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of EHP shall be signed as covered above in Section 3.

Section 6: Contracts

The Executive Committee may authorize any officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of EHP, and such authority may be general or confined to specific circumstances.

Section 7: Indebtedness and Loans

A. Indebtedness Incurred

No loan or other instrument of indebtedness may be contracted without the express authorization of the Executive Committee in a duly convened business meeting.

B. Loans Granted

No loans may be granted by EHP.

Section 8: Assets

EHP may acquire personal, real, and intangible property, including equipment, literature, and other materials for use by and on behalf of the membership. Generally Accepted Accounting Principles (GAAP) shall be used to account for all assets.

Section 9: Prudent Reserve

There shall be no accumulation of funds beyond current necessities, with retention of a prudent reserve for contingencies and normal operating expenses. Funds in excess of \$5,000.00 shall be placed into such account or investment as approved and authorized by a two-thirds vote of active voting members at any duly-convened regular business or special meeting of the Organization.

Section 10: Investments

All investments shall be kept at an accredited brokerage federally insured banking institution, in an account identified with the name and tax ID number of EHP. The Officers shall appoint person(s) to manage and maintain the account, with the oversight of the Officers. Regular reports shall be delivered to the Officers. Deposits and withdrawals shall be made in a timely manner. All proper and usual fees shall be paid the brokerage in the manner the brokerage directs. Changes in the investment instruments shall be determined at meetings by a vote of the membership. In the case of the exigency of the financial institution, the Executive Committee shall take such immediate actions as deemed prudent for the conservation of assets, subject to revision by and subsequent ratification of the membership at the next Business or Special Meeting.

Section 11: Reimbursement

For purchases made by members for the benefit of EHP which were not previously approved, said purchases may be reimbursed at the discretion of the Executive Committee. Reimbursement requests over \$250.00 may only be made with the authorization of two-thirds vote of active voting members in attendance at any duly-convened regular business or special meeting of EHP.

Article 8 - Source of Funds

Section 1: Dues

A. Dues shall be received for annual periods running from July 1 through June 30. Dues may be set and adjusted by the Executive committee, and ratified with 2/3 of the voting membership in attendance at a regularly held meeting. Adjustment in dues shall become effective for the next dues billing cycle. Dues are non-refundable and not prorated.

Section 2: Gifts and Donations

A. Gifts and bequests may be made to EHP in any form or amount and for any use compatible with the purpose of EHP, and written receipts shall be issued for same in accordance with IRS rules. The Executive Committee has the right to determine the compatibility of any gift or bequest.

Section 3: Income from Activities

- A. Additional income may be derived from fund-raising projects or activities as may be authorized by the Executive Committee.
- B. A charge may be made to non-members for inclusion on EHP's mailing list, attendance at Organization-sponsored events, or the use of EHP's assets.
- C. Registration fees to the Midsummer Gather are non-refundable except in extreme circumstances.

Article 9 - Committees

The Executive Committee shall establish committees to execute the work of EHP. Chairs of the committees shall be determined by the Chair of EHP. Each committee shall operate under the direction of the Executive Committee and report to the appropriate Officer. Committees shall keep minutes of each meeting of said committee with a copy provided to the Executive Committee.

Section 1: Auditing Committee

- A. An internal financial audit shall be held annually by a committee composed of two or more members, not of the Executive Committee. The Auditing Committee shall report to the active voting members at the regular business meeting nearest the end of the first fiscal quarter.
- B. Under special circumstances, an external Special Audit may be ordered on any aspect of the operations by the Executive Committee or by referendum of the members for any aspect of the operations. Said audit shall be completed in a timely manner, and its status updated at each regularly scheduled meeting until completed.
- C. A periodic external analysis of Investments shall be made available to the Executive Committee and the membership.

Article 10 - Sponsored & Supported Organizations

Section 1: Affiliation with Other Groups

EHP may join, support, collaborate with any other group whose purposes and actions are consistent with EHP's. The Executive Committee shall periodically review all affiliations, and may withdraw for good and cogent reasons. No financial obligation is implied or inferred by said support.

Section 2: Subsidiary Organizations

- A. Subsidiary groups of EHP are established by the Executive Committee with the approval of 2/3 of the active voting members at a stated meeting, after written and electronic communication, allowing sufficient lead time for consideration. The proposal shall be presented to the membership at one meeting, with final approval and voting at the next regularly scheduled meeting.
- B. The Subsidiary group shall be subject to the oversight of the parent Organization. EHP can remove any officers of the subsidiary by a majority vote of the Executive Committee of EHP. EHP shall ratify the election of officers of the subsidiary by a majority vote of the Executive Committee of EHP. The Subsidiary shall report all activities to the parent Organization.
- C. All assets of a dissolved subsidiary shall go back to EHP.

Article 11 - Parliamentary Authority

Section 1: Rules of Order

Robert's Rules of Order Newly Revised shall serve as the governing parliamentary authority of EHP in all cases to which they are applicable and in which they are not inconsistent with these Bylaws, Policies and Procedures Manual and any standing rules EHP may adopt.

Article 12 - Amendments to the Bylaws and Policies and Procedures Manual, Suspension or Omissions of Same

Section 1: Procedure

Changes to these articles may be proposed, in writing, by an active voting member. The member shall be responsible for ensuring that the proposed changes are given / sent to each active voting member of record at least thirty (30) days prior to the next regular business meeting or special meeting. At the meeting, the member sponsoring the proposed changes shall be required to briefly explain its purposes and answer questions thereon, followed by a debate. The member shall identify if the proposed amendments are substantive and/or technical.

- A. A "substantive amendment" is a change to the Bylaws or the Policies and Procedures Manual which affects the structure, powers, duties, requirements or methods.
- B. A "technical amendment" is a change to the Bylaws or the Policies and Procedures Manual which affects only the spelling, grammar, punctuation, parallel structure, consistent usage, or the numbering or titling of the various parts of the Bylaws or the Policies and Procedures Manual or cross-references thereto. EHP Secretary may initiate any technical amendment without prior notice by presenting it in writing to any business meeting.

Section 2: Adoption

If, at the meeting, the proposed changes are accepted by a two-thirds majority vote of the active voting members attending the meeting, the articles will be amended. An abstained vote shall count as a "NO" vote.

Section 3: Proxy Votes

Proxy votes will be counted or allowed for amendments to the Bylaws and the Policies and Procedures Manual.

Section 4: Bylaw Omissions

The Executive Committee shall have the authority to act on all matters concerning EHP for which action has not been specifically reserved to the membership by the Bylaws or the Policies and Procedures Manual.

Appendix:

Harassment Policy

Earth House Project expects all persons to behave in a responsible, respectful manner. If you feel you have been harassed, and you have credible evidence, you may present it to an Officer, and an investigation will be conducted, and the results will be communicated to you. EHP will act in accordance with the scope of the Organization. This means we may take legal action, if appropriate; we may revoke membership; we may remove and/or ban participation in Organization events. Legal action may be left up to the complainant. Under no circumstances is EHP legally liable for the actions of a non-officer.

Civil Rights Statement

Earth House Project prohibits discrimination of membership or holding an office with regard to race, religion, ethnic origin, sex, gender identity, sexual orientation, gender preference or disability of any person supporting the EHP mission.