

**By-Laws of  
Friends of Arlington's Great Meadows**

1. **Mission.** Friends of Arlington's Great Meadows (FoAGM) is dedicated to the stewardship of Arlington's Great Meadows in East Lexington and its preservation as a natural landscape.
2. **Steering Committee.** The Steering Committee (SC) is the decision-making body of FoAGM.
3. **Steering Committee Members.**
  - a. The current and past members of the SC, and their terms, are listed in Schedule A.
  - b. The SC may appoint new members from time to time who have demonstrated a significant commitment to furthering the goals of the organization.
  - c. SC members shall serve until May 31 of the year following the year in which they are appointed, and they may be reappointed.
  - d. The SC may remove any member who has failed to attend a meeting of the SC for a period of one year.
  - e. The number of members on the SC shall be not less than five nor more than eleven.
4. **Decision-making.**
  - a. The SC may act only:
    - i. at a meeting called with reasonable notice, including by email, to all of its members; or
    - ii. by written consent, including by email, of all of its members.
  - b. A majority of the SC members shall constitute a quorum at a meeting.
  - c. The SC shall make every effort to act by consensus.
  - d. If consensus cannot be reached, decisions may be made by a vote of two-thirds of the SC members present at a meeting, rounded up to the next whole number. For example, if five members are present, a decision may be made by a vote of four members (three and one-third rounded up to four).
5. **Open Meetings.** Meetings of the SC are open to all persons interested in the activities of FoAGM; however, the SC may exclude from meetings any person whose conduct is disruptive.
6. **Officers.** The SC may designate members with special responsibilities, such as a presiding officer and a fiscal officer, for such periods of time as are deemed appropriate.
7. **Minutes.** The recorded and approved minutes of the SC shall constitute the official record of its actions.
8. **Amendments.** These by-laws may be amended by a vote of three-quarters of all currently serving SC members, rounded up to the next whole number. For example, if six members are serving, amendments may be made by a vote of five members (four and one-half rounded up to six). A history of amendments to date is contained in Schedule B.

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**SCHEDULE A**

**Current Steering Committee Members**

<u>Member</u>	<u>Appointed/Reappointed</u>	<u>Through</u>
John Bartenstein	June 1, 2006	May 31, 2009
Laurel Carpenter	June 1, 2008	May 31, 2009
Don Miller	June 1, 2006	May 31, 2009
Sandra Ruggiero	June 1, 2006	May 31, 2009
Mike Tabaczynski	June 1, 2006	May 31, 2009
David White	June 1, 2006	May 31, 2009

**Steering Committee Membership History**

<u>Member</u>	<u>From</u>	<u>Through</u>
Scott Kirschner	October 28, 2003	May 31, 2006
Andrea Golden	October 28, 2003	May 31, 2006
David White	October 28, 2003	Present
Sandra Ruggiero	October 28, 2003	Present
Don Miller	October 28, 2003	Present
Mike Tabaczynski	October 28, 2003	Present
John Bartenstein	October 28, 2003	Present
Laurel Carpenter	June 1, 2005	Present

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**SCHEDULE B**

**History of By-Law Amendments**

<u>Date</u>	<u>Section</u>	<u>Original Version</u>	<u>Amended Version</u>
1/6/2009	1.	<b><i>Mission.</i></b> Friends of Arlington's Great Meadows (FoAGM) is dedicated to the preservation and stewardship of Arlington's Great Meadows in East Lexington as a natural landscape.	<b><i>Mission.</i></b> Friends of Arlington's Great Meadows (FoAGM) is dedicated to the stewardship of Arlington's Great Meadows in East Lexington and its preservation as a natural landscape.
1/6/2009	3.a.	The current members of the SC are: John Bartenstein, Andrea Golden, Scott Kirschner, Don Miller, Sandra Ruggiero, Mike Tabaczynski and David White. The current members shall be deemed to have been appointed on October 28, 2003, the effective date of these by-laws.	The current and past members of the SC, and their terms, are listed in Schedule A.
1/6/2009	3.c.	SC members shall serve until May 31 of the third year following the date of their appointment, and may be reappointed. For example, a member appointed on April 15, 2004 would serve through May 31, 2006.	SC members shall serve until May 31 of the year following the year in which they are appointed, and they may be reappointed.
1/6/2009	3.d.	If consensus cannot be reached, decisions may be made by two-thirds (rounded up) of the SC members present at a meeting.	If consensus cannot be reached, decisions may be made by a vote of two-thirds of the SC members present at a meeting, rounded up to the next whole number. For example, if five members are present, a decision may be made by a vote of four members (three and one-third rounded up to four).

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| 1/6/2009 | 5. | <b><i>Open Meetings.</i></b> Meetings of the SC are open to all persons interested in the activities of FoAGM.          | <b><i>Open Meetings.</i></b> Meetings of the SC are open to all persons interested in the activities of FoAGM; however, the SC may exclude from meetings any person whose conduct is disruptive.   |
| 1/6/2009 | 8. | <b><i>Effective Date.</i></b> These by-laws are adopted effective October 28, 2003.                                     | <i>Eliminated</i>  |
| 1/6/2009 | 9. | <b><i>Modification.</i></b> These by-laws may be modified by a three-quarters vote of all currently serving SC members. | <b>8. <i>Amendments.</i></b> These by-laws may be amended by a vote of three-quarters of all currently serving SC members, rounded up to the next whole number. For example, if six members are serving, amendments may be made by a vote of five members (four and one-half rounded up to six). A history of amendments to date is contained in Schedule B. |