



CALIFORNIA FISH PASSAGE FORUM BYLAWS

ARTICLE I. NAME, PURPOSE AND GEOGRAPHIC AREA

Section 1 – Name: The name of the organization shall be the California Fish Passage Forum (Forum).

Section 2 – Purpose: The California Fish Passage Forum (Forum) is an association of agencies and entities dedicated to restoring connectivity of freshwater and estuarine habitats throughout the historic range of anadromous fish in California by promoting collaboration among public and private sectors for fish passage improvement projects and programs.

a. Through cooperation, education, communication, and advocacy, the Forum is committed to ecological restoration and ecologically sensitive management of ecosystems in the territory defined in Section 3 of this Article. The Forum is committed to applying science-based adaptive management practices. The Forum’s main goal is to protect, restore and enhance processes within watersheds (and ecosystems therein) required to preserve, enhance and restore connectivity, structure, functionality, and diversity. The Forum will only take actions that provide a net benefit to native species. Ecological restoration is the process of intentionally altering a site to establish a defined, indigenous, historic ecosystem. The goal of this process is to emulate the structure, function, diversity, and dynamics of the specified ecosystem.

b. The Forum is committed to restoring hydrological and ecological connectivity within anadromous fish habitat wherever possible.

c. The Forum is committed to do any lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attainment of the foregoing purposes, either directly or indirectly and either alone or in conjunction or cooperation with others, whether such others be persons or organizations or any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments, or agencies.

d. The organization shall act in a manner consistent with, but not limited by, the bylaws, objectives, policies, and positions as adopted by the Forum. In general, it will also follow the guidance of the program goals and objectives of the National Fish Habitat Action Partnerships (NFHP) as well as the standards and tools needed to collect, understand, manage, analyze, and share those data.

Section 3 – Geographic Area and Keystone Species: The geographic area encompassed by the Forum shall include the historical and present anadromous habitat of Chinook Salmon (*Oncorhynchus tshawytscha*), Steelhead Trout (*Oncorhynchus mykiss irideus*), Coho Salmon (*Oncorhynchus kisutch*), Coastal cutthroat trout (*Oncorhynchus clarki clarki*), Pacific lamprey (*Entosphenus tridentatus*), sturgeon (*Acipenser* spp.), and other native anadromous fish species in the State of California, as defined at <http://swr.nmfs.noaa.gov/recovery/domains.htm>.

ARTICLE II. VOTING MEMBERSHIP AND FORUM GOVERNANCE

Section 1 – Forum Steering Committee: Any entity or individual who signs the Forum MOU is a member of the Forum Steering Committee. The Forum Steering Committee members (members) are responsible for overall policy and direction of the Forum, as well as for the establishment and direction of other committees and working groups.

The Forum seeks membership that represents the geography and organizational diversity of entities seeking to advance fish passage in the geographic scope of the Forum. Forum representatives may be added through the initiation or invitation of the Forum or by Forum representatives nominating an entity.

Members manage the affairs of and provide overall policy guidance for the Forum.

- Steering Committee representative roles and responsibilities:
 1. Establish the overall direction and policies for the Forum consistent with the purpose and objectives above and as defined in the Forum’s MOU.
 2. Select and establish direction for the work of committees or task forces.
 3. Approve and ensure implementation and updates of the strategic framework. Monitor activities and projects initiated as part of the strategic framework.
 4. Approve and ensure implementation of an Annual Work Plan, budget (if any), and any revisions thereto.
 5. Offer capacity, technical assistance and funding when possible.
 6. Suggest quarterly agenda items to advance the Forum’s strategic framework.
 7. Agree to support and advance the goals and objectives of the Forum.
 8. Provide guidance and leadership to the Forum Coordinator.
 9. Assist in coordinating and leading efforts that engage partner organizations.

10. Attend all Forum meetings/conference calls and other activities in which the Forum convenes; Forum representatives are expected to actively engage in the National Fish Habitat Partnership.

- Nominations—Members may sponsor nominees. The member must notify the Forum Coordinator and provide written documentation (from a member or the nominee) articulating why the entity is interested in participating on the Steering Committee. The Forum Coordinator distributes nominations to Forum representative, who have 30 days to review and discuss a pending nomination before a decision is made.
- Members have a right to a named alternate (alternate); the Forum Coordinator must be notified of the alternate in advance of the meeting. An official letter naming a member and alternate from each of the Forum’s MOU signatories is required.
- Each member is entitled to one and only one voting right on the Forum or its committees.
- The total number of members shall not exceed 20.
- If a member misses three meetings (Forum conference calls, etc.), the member will be formally approached to discuss interest in future participation.

Section 2 – Chair and Vice-Chair: The Forum Steering Committee shall always have a Chair and Vice-Chair. Both serve 2-year staggered-term positions, and each cannot serve more than two consecutive terms. Any Forum MOU signatory is eligible to be elected to Chair or Vice-Chair positions; nominations from the Forum Steering Committee will occur three months prior to the end of each position term. If the Vice Chair is voted to serve as Chair during his/her Vice-Chair mid-term, or if the Chair or Vice Chair resigns, the Forum will hold a special election to fill the newly vacated position.

- Chair role and responsibilities:
 - Represent the Forum as its point person and spokesperson.
 - Seek opportunities to solicit new Forum representatives to expand the capacity of the Forum to address fish passage issues in California.
 - Serve as a member of the Governance Committee.
 - Facilitate periodic communication among Forum members to ensure progress on Forum action items.
 - Communicate with the Vice-Chair to ensure effective coordination, issue identification, and strategic implementation of action items.
 - Work with the Forum Coordinator to develop and finalize the agenda for Forum meetings.
- Vice-Chair role and responsibilities:
 - Assist Chair in carrying out his/her duties, particularly in the absence of the Chair.
 - Monitor implementation of Forum goals and objectives by working with the Forum Coordinator on the development of the annual report.

- Work directly with Forum representatives when issues arise associated with attendance and participation.

Section 3 - Resignation and Termination of Steering Committee Members: Any member may resign by providing 30-days' notice to the signatories of the MOU and submitting a written resignation to the Chair.

Section 4 – Non-voting partners: The general non-voting membership (partner organization) is open to any entity that supports the purpose statement in Article I, Section 2.

- Roles and responsibilities of partner organizations:
 - Agree to support and advance the goals and objectives of the Forum.
 - Be genuinely interested in the Forum and an external advocate for its goals/objectives.
 - Actively participate.
 - Offer capacity, technical assistance and funding when possible.

Section 5 – Quorum: A simple majority (i.e., more than half) of the voting membership (either the official representative or the alternate representative for each of the Forum's signatories), present at a meeting, constitutes a quorum. Proxy voting is not allowed. To be a valid act of the Forum, a simple majority of the quorum is needed. If a simple majority of the quorum votes in favor of postponing voting on an item until members have had time to consult with their agencies or organization, voting on that item shall be postponed until the time the voting membership determines.

Section 6 – Meeting frequency and purpose: Meeting purpose: Meetings of the membership shall be held at least two times each year in varying locations throughout the state for the purpose of sharing information pertinent to the group's purpose, receiving reports from the committees, receiving a financial report (if any), and discussing other items of business on the agenda. Forum meetings are open to the public; however, they are not "public meetings." Partner organizations of the Forum and others are welcome to attend.

Section 7 – Voting: Voting shall be open to any member that supports the purpose statement in Article 1, Section 2; voting privileges are granted after signing the Forum MOU.

Section 8 – From time to time, the Forum may send correspondence deemed consistent with the Forum's mission. The proposed correspondence will either be considered and approved at Forum meetings, or via email query of the Forum membership. Consideration and approval of outgoing correspondence will require a quorum if at Forum meetings, or approval of at least 2/3 of Forum members responding to notification by the Chair via email. Notifications of such communications will occur no less than one week before sending of any correspondence.

ARTICLE III. COMMITTEES AND WORKING GROUPS

Section 1 - Committee formation: Members shall create standing committees as deemed necessary. Committee membership is voluntary, and is opened to member Representatives or alternates. Unless otherwise specified in these Bylaws, the Chair shall appoint from the membership, subject to the approval of the voting membership by simple majority, a Chairperson of each committee. All Committees will be comprised of Forum member organizations, and other experts accepting the invitation to participate, if in the view of the responsible Committee, they can further the effort of the Forum. No member organization shall have their representative and alternate serve on the same Committee. New Committees shall be created by a vote of minimally sixty-five percent [super-majority] of member organizations.

The following committees shall be established by virtue of the establishment of these bylaws:

1. *Steering Committee (described in Article II, Section 1)*

2. *Governance Committee role and responsibilities:*

- Coordinates the Forum's collective work plans and budget;
- Coordinates and communicates with NFHP regarding, but not limited to, administrative requests, reporting, project solicitations and "10 Waters to Watch" efforts.
- Drafts Forum business documents, such as press releases, the Strategic Framework, bylaws, the Forum's MOU, letters of support, grant applications, application forms and score sheets.
- Assists in coordination of Forum efforts and ensures member participation in Forum meetings, working groups and committees.
- Facilitate the formation of work groups and assist Forum work groups and committees as needed.

2. *Permitting and Policy Committee role and responsibilities:*

- Addresses issues deemed significant by the Forum and associated with project permitting and policy pertaining to fish passage and fish connectivity in the State of California.

3. *Education and Outreach Committee role and responsibilities:*

- Addresses high priority outreach actions associated with Forum initiatives. Working with Forum committees and working groups, this committee develops short- and long-term strategic actions to advance understanding,

awareness, and appreciation of the role of the Forum in making strategic investments in fish passage barrier removal in the State of California.

4. Science and Data Committee role and responsibilities:

- Creates and coordinates working efforts to address data and science needs important to achieving Forum’s goals and objectives. The Science and Data Committee collaborates with the NFHP Science and Data Committee to the extent possible, and participates in the California LCC Science-Management Team to address shared goals and objectives.

Section 2 – Working Groups: Each standing committee shall appoint various working groups for the purpose of implementing and administering defined projects or furthering specific objectives of the Forum. *Working groups* shall be discharged when their work has been completed. Working Group membership is voluntary, and is open to 1) all meeting attendees in the Forum and 2) other experts accepting the invitation to participate if, in the view of the responsible Committee, they can further the effort of the Working Group and the Forum. Working groups shall have at least one Forum Representative or alternate as a member, and unless decided otherwise by the responsible Committee. Working groups may be led by a non-Forum signatory. Committees shall be responsible for the formation, efforts, products, reporting, and discharge of their working groups. The following working groups are currently established as of 5/6/2013:

1. Barrier Prioritization and Optimization Working Group

The Barrier Prioritization and Optimization Working Group was formed to develop and implement a highly strategic and efficient means to prioritize fish passage barriers in the anadromous waters of California. Working with existing fish passage barrier data from the California Passage Assessment Database, the working group is using an optimization-based approach to develop a tool that will allow potential barrier projects and sites to be prioritized for funding or targeted for project development. This multi-function tool will serve many purposes for the Forum, each of our signatory entities and fish passage and habitat restoration practitioners and managers within California. The working group also envisions this methodology becoming a powerful potential resource for prioritization of natural resource protection and restoration nationwide.

2. Engineering Working Group

The Engineering Working Group was formed to provide a forum for discussion and cooperation regarding information needs and engineering-related data management, fish passage design criteria, design alternatives, and construction methods. The Engineering Working Group is also responsible for consideration of means of information sharing and identification of research needs and collaborative research opportunities. In addition, the Engineering Working Group may consider potential for

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training opportunities and cooperate with other Forum committees and working groups on evaluations and analysis of policies.

Section 3 – Committee and Working Group Current Membership: A current list and rosters for current committees and working groups can be found at <http://www.cafishpassageforum.org>.

ARTICLE IV. DOCUMENTING THE WORK OF THE PARTNERSHIP

- Steering committee action items and major decisions will be documented on the Forum website.
- Important documents will be posted on the website.
- The Forum Coordinator or his/her designee is responsible for recording official actions, taking notes each time the steering committee convenes, and posting official documents on the Forum website.

ARTICLE V. AMENDMENTS TO THE FORUM BYLAWS

These bylaws may be amended when necessary by two-thirds majority of the voting membership. Proposed amendments must be submitted to the Forum Chair to be distributed with regular voting membership announcements.