

# **NC Biodiversity Project**

## **– Articles of Association –**

### **Article I. Description**

1. The NC Biodiversity Project (NCBP) is organized as an unincorporated, non-profit, association whose mission is to support public appreciation for our state's native species and ecosystems (its Biodiversity) and to promote their conservation.
2. The NCBP was established in 2016 to represent the interests of the group of biological experts who manage the content of the Biodiversity Websites created and maintained in partnership with the NC Division of Parks and Recreation (DPR).
3. The main activity of the NCBP is to create, update, and publish these websites, covering individual groups of organisms or other components of the state's biodiversity.
4. The NCBP is a scientific/educational, nonprofit, unfunded organization; it is not supported by funding from DPR or other state or public sources, nor does it collect membership dues, charge for the information it provides, or receive donations to support its operations. Routine operations of the NCBP are done on a voluntary basis. Any costs incurred by the project are paid for out of pocket and shared among the members.
5. The identity of the NCBP is established by registering the association with the NC Department of State and by acquiring a domain name and setting up a separate website for the group (the NCBP Group Website).
6. These Articles of Association constitute the working framework and by-laws of the NCBP.

### **Article II. Organization**

7. The NCBP follows a federal system of organization, with certain responsibilities reserved to the NCBP as a whole (i.e., the NCBP), but with most of the functions regarding the routine work of vetting new records, writing species accounts, responding to correspondence, etc., delegated to the members of the separate Biodiversity Websites (Website Groups).
8. The NCBP governing body itself has a decentralized organizational structure, without any permanent president, executive body, or formal staff. Decisions are made following a Town Hall model: as issues arise, they are brought up by individual members and disseminated electronically; any decisions that need to be made are done by polling the entire membership.
9. Decisions concerning creation of new websites and inactivation of existing websites are made by the NCBP as a whole. The same is true for decisions concerning the partnerships with outside entities, including signing off on any memoranda of understanding (MOU), project funding, or data sharing agreements negotiated with these partners.

### **Article III. Membership**

10. Members of the NCBP are experts on the taxonomy, ecology, or conservation of the species or other components of biodiversity included with the websites.

11. Membership requires active participation in the routine activities of maintaining the Biodiversity Websites, including vetting of new records and writing Species Accounts. Submission of records by itself, however, does not qualify a person or organization to be a member of the NCBP. Instead, submitters are generally considered Partners of the NCBP, as described in Article VIII.
12. Each individual Biodiversity Website determines how decisions are reached within its own group, as well as the amount and kind of work necessary to qualify as full members or members in good standing. New members are added to each Website group, based on the needs of the group and the qualifications of the applicants.
13. Full membership in one of the Website Groups is a necessary qualification for membership in the NCBP but acceptance of new members into the NCBP itself must be ratified by the present membership of the NCBP by a simple majority vote.
14. Prospective members to the NCBP should have a long history of working with a particular taxonomic group. This may be evidenced in their submission of records to the websites and on the accuracy of their initial identifications. They should also have a strong familiarity with and commitment to biodiversity conservation, with a focus on North Carolina issues
15. New members will be accepted on probation and evaluated on the basis of their accuracy in vetting and other contributions to the websites. Writing and editing species accounts and having a member profile placed on the NCBP Website are privileges only available to members that have passed the probationary period.
16. Experts on taxa not already covered by the NCBP may apply for inclusion within the NCBP. Decisions regarding the admission of new website groups are made based on the likely success of a new website meeting the overall goals of the NCBP. Factors considered in making this decision include the expertise of the group making the proposal and their ability to manage the work in a timely manner. These decisions are made by the NCBP membership as a whole and requires a two-thirds majority vote.

#### **Article IV. Meetings**

17. A meeting of the NCBP membership will take place once a year. The primary purpose is to review the progress made on the websites and to discuss any other issues. Any voting that requires participation by the full NCBP membership will be done electronically rather at these meetings.
18. A meeting chairman will be elected to preside over the proceedings by the members present at the meeting; the duties of the meeting chairman are to direct the discussion, following Robert's Rules of Order. A secretary will also be chosen to record the minutes and to send them out to the entire NCBP membership.
19. Other meetings can be convened as issues arise.

#### **Article V. Group Website**

20. In addition to the individual Biodiversity Websites, the NCBP will establish an NCBP Group Website.
21. This website will serve as the principal business address for the NCBP and provide an email address for the group as a whole. Email addresses will also be included for the

- separate taxonomic working groups.
22. The Mission Statement of the NCBP will be published on this website, along with any other information useful for supporting the appreciation of biodiversity in the state and promoting its conservation.
  23. Any Memoranda of Understanding that establish working partnerships with outside entities will be made available on this website.
  24. A list of the full members of the NCBP will be provided. Each member will have a webpage that can include their profiles, list of publications, downloadable copies of past biodiversity-related reports, and experience in conducting biodiversity surveys.

#### **Article VI. Biodiversity Websites and Other Publications**

25. The Biodiversity Websites, organized around particular taxonomic interests, represent the main publications of the NCBP. The work done to vet new records and to write accounts for the individual species (or other biological entities) constitute the routine work of the members of the NCBP, all of whom take part in this work.
26. The members of a particular website are the authors of the content of that website. Authorship is maintained even as members step down from active participation and as new members are added (inactive authors are given Emeritus status).
27. These websites are intended to meet the conventional standards for scientific publications, with all records carefully vetted by experts on their respective taxonomic groups.
28. Records and descriptions published on the websites are available to other researchers and the public under Fair Use conventions, with the main requirement being that any use of the information presented on the websites include a citation of the NCBP and the authors of the individual website.
29. Additionally, the NCBP may publish the results of surveys and other projects. Where published on the NCBP Website, they are subject to the same Fair Use standards as for the Websites' information themselves.

#### **Article VII. Special Projects**

30. Although routine operations of the group are done on a voluntary basis, funding can be sought for additional work, either on an individual basis or by the NCBP working in partnership with another agency or with another nonprofit group that is incorporated as a 501(c)(3) organization.
31. Individual members can use their membership in the NCBP as a reference in seeking collecting and other research permits, or in seeking individual contracts for work in biodiversity-related surveys or other projects. Members can use their individual webpages on the NCBP Website to list their accomplishments or provide examples of past work.
32. In order to preserve the group's status as an unfunded, nonprofit association, funding for special projects conducted by the NCBP as a whole must be sought via a third-party 501(c)(3) organization (e.g., the Southern Conservation Partners) that can serve as an umbrella organization.
33. Special projects (as distinct from the routine work described previously) must contribute

to information useful for the Biodiversity Websites. Examples include biodiversity surveys, extraction of records from institutional collections, resolving taxonomic issues regarding the state's species, or ensuring that all species accounts meet certain minimal standards. Other projects that can be considered include promotional events (e.g., photo contests, or bioblitzes with public participation) that further the mission of the NCBP in supporting interest in the state's natural diversity.

34. Priorities for such projects are determined by the NCBP membership as a whole.

### **Article VIII. Partnerships with Other Organizations and the Public**

35. The NCBP was organized to serve as a partner with the state's Division of Parks and Recreation in creating and managing the Biodiversity Websites as a public-private enterprise.
36. As incorporated in a Memorandum of Understanding (MOU) between DPR and NCBP, DPR agrees to provide the server that houses the Biodiversity Websites and to maintain the website software and databases.
37. NCBP, in turn, agrees to vet the records submitted to the websites; write the descriptive accounts for each species included in the websites; and to interpret the taxonomic, ecological, and conservation significance of the data.
38. The MOU recognizes the authorship of the NCBP for the web content and establishes a claim by NCBP to the data, text, and other information entered into the websites.
39. These agreements provide a mechanism for NCBP to continue the websites if DPR or the State decides to end their participation or to enact restrictions on the access to the data that is inconsistent with the mission of the NCBP.
40. The MOU also gives the NCBP a say in how the data are used or made available to third parties.
41. If the partnership with DPR is discontinued, the membership of the NCBP will make the decision as to whether to continue the project as a completely private venture.
42. Under those circumstances, or for other reasons, the Board may decide to incorporate the project as a 501(c)(3) non-profit organization.
43. In addition to the partnership with DPR, similar partnerships may be established with other governmental agencies or with private conservation organizations. In all such cases, an MOU should be provided as the basis for the partnership.
44. All such decisions regarding partnerships with other entities require a two-thirds majority vote of the entire NCBP membership.
45. A partnership may also be established between individual Websites and the general public, where the members of the public are encouraged to submit records of the observation of species or other components of biodiversity tracked by those Websites. The rules for these interactions are specified in Terms of Use agreements published by the respective Websites.

### **Article IX. Changes to the Organization and Amendments to the Articles of Association**

46. As an unincorporated group composed essentially of volunteers, individual website groups can choose to withdraw from the NCBP (following a majority vote of its subgroup). However that subgroup will no longer be covered by any of the existing

MOUs to which the NCBP is a partner, including joint ventures in funded projects. All such funding shall be retained solely by the NCBP.

47. All other proposed changes in the organization of the NCBP, in its operations, or in these Articles of Association, must be made by a two-thirds majority vote of all the members.

On March 22, 2016, the above Articles of Association were adopted by the founding members of the NCBG:

Parker Backstrom  
Stephen Hall  
Thomas Howard  
Kyle Kittleberger  
Harry LeGrand  
Merrill Lynch  
J. Bolling Sullivan