

THE CHESAPEAKE AND OHIO CANAL ASSOCIATION

STRATEGIC PLAN FOR 2019-2021

FEBRUARY 2019 (FIRST EDITION)

**C&O CANAL ASSOCIATION STRATEGIC PLAN FOR 2019-2021
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EXECUTIVE SUMMARY

Our Mission:

The C&O Canal Association is an all-volunteer, independent (from the National Park Service) organization of citizens dedicated to preserving and protecting the historical and natural resources of the 184.5-mile long Chesapeake and Ohio Canal National Historical Park. Established in 1954, the Association led the citizens' campaign to create the national historical park in 1971.

Today the Association works with the Park and other organizations to maintain and restore the canal's historic structures; help ensure the continuity, safety, and public access to the 184.5-mile long towpath; and advocate for the continued viability of the Park.

To support these objectives, the Association provides funds for large and small projects; organizes volunteer programs (level walking, work parties); provides recreational activities for the public (hikes, bike trips, paddle trips, nature walks); educates the public (*Along the Towpath*, canal festivals, "canal conversations" along the canal, research on canal history) and advocates on behalf of the Park.

Our Strategic Plan

This strategic plan is designed to help the Association better focus its resources — both human and financial — on what it does and how it does it.

Shortly after the Association's newly formed Special Projects Committee began looking at funding priorities, the Board of Directors in April 2017 directed the committee to develop a strategic plan addressing the Association's priorities and goals.¹ In response, the committee developed a mission statement; identified the Association's formal legal documents; assessed the Association's internal strengths and weaknesses and its external challenges and opportunities; identified the strategic issues facing the organization; and formulated strategies and plans to address these issues.

The Committee identified three critical, interrelated strategic issues facing the Association: communication, membership, and support for Park projects. Within these three issues, it identified several as high-priority: re-thinking our use of Facebook; revamping the website; obtaining a new membership database, and

¹ The committee used John Bryson's *Strategic Planning for Public and Non-Profit Organizations*, 4th edition (© 2011) as a template for its planning process.

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developing a list of Board-sanctioned projects. The strategic plan examines these issues in further detail.

Because strategic planning is an ongoing and iterative process, the Association will have to monitor and update this plan on a regular basis and adjust it to take into account changes in priorities and the environment.

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STRATEGIC ISSUE 1: COMMUNICATION

The issue: How can the C&O Canal Association better communicate its mission, its programs, and its projects to members, prospective members, the Park, and to all others interested in the C&O Canal — the greater canal community?

Factors that make communication an issue:

- The Association is challenged by low visibility.
- The Association is challenged by declining membership and by lack of engagement of existing members.

Consequences if communication of the Association’s mission, programs and projects is not improved:

- The Association will be less successful in communicating to the Park the ways in which the Association can help the Park.
- In the eyes of the public, the Association will continue to fail to distinguish itself and its mission and programs from other canal groups, most noticeably The Canal Trust, with which it is often confused.
- The Association will likely continue to experience a decline in membership and to have trouble actively engaging its existing membership.

The goal: to improve our visibility within the canal community at large and to get out our message.

Plans to manage the issue of communication: In June 2018, the committee prioritized plans to manage the issue of communication and identified those to address in the short-term (one year to 18 months) and those to address in the longer term (one to two years). The following plans are listed in priority order.

High priority short-term goals:

Facebook: The Association should maintain a constant and current presence on Facebook, updating photos and text with the latest information about our programs and activities. The C&O Canal Association has had a presence on Facebook since October 2011. Facebook is an avenue to publicize Association activities and programs, reaching beyond the Association’s membership. The Pew Research Center published a survey published in March 2018 titled “Social Media Use in 2018” (<http://www.pewinternet.org/2018/03/01/social-media-use-in-2018/>). This survey found that roughly 68% of U.S. adults use Facebook, and roughly three quarters of those users access Facebook on a daily basis.

Actions to be taken:

- The Association should set up a small group to look at Facebook issues, drawing on members who post on or otherwise use Facebook.

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- If the Association decides to continue using Facebook, we should formalize the management of the Facebook page. Determine who can administer the account, who can post, what types of information will be posted.
- Develop a strategy to evaluate the effectiveness of the Facebook page on a periodic basis. Who is it reaching? What responses are we receiving?

Constraints:

- We are an all-volunteer organization; there is a small cadre of members who regularly volunteer and engage.
- Not everyone uses or feels comfortable using Facebook, potentially limiting the group to address Facebook issues.

Website: Improve the appearance and accessibility of our website as a way to attract new members and increase our visibility. The Association has had a webpage since 1996. The present website contains much useful information (our calendar, articles on canal history, past issues of *Along the Towpath*, for example), and permits online membership (initial and renewing) and online donations. However, it is not mobile friendly, (easily usable on cell phones), is static, and is not visually “competitive” with other websites such as The Canal Trust or the Park’s website.

Actions to be taken:

- Set up a small group, led by the current web master, to address website issues, to explore what it would take to update our website’s look and feel and to make it accessible on mobile platforms, and to recommend a path forward. What is the best software for us in terms of ease of setting up, migrating our content, and maintaining the content? What are the costs involved in set up, migration, and maintenance?
- The Association should develop a website guidance policy to address how the new website is managed: who will administer it, who will add content, and who will maintain it.

Constraints:

- We are an all-volunteer organization. Transitioning our website to a different platform will be time-consuming, and might require additional expertise from outside the Association. We may have difficulty finding a web team who has the time and skills to maintain our website.

Longer-term goals:

Obtaining recognition for who we are and what we do: Over the years the Association has provided a lot of support to the Park through volunteering and through financial contributions. We need to ensure that the Association is recognized for its efforts. We have made some progress on this: benches that the VIP team install on behalf of the Park now carry the Association’s logo; publications that we author or shepherd through the publication process also give us credit;

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some waysides recognize our contributions to the Park. And certain groups of Association members are publicly recognized at the Park's annual volunteer recognition nights.

Actions to be taken:

- The Association should investigate other ways in which we can obtain public recognition for services and funding the Association provides in support of the Park.
- The Association must negotiate some form of recognition for the Association's contributions in all future contributions of time or services or funding that we make, making sure that our name and logo appear.
- The Association should routinely tell its membership and the public about what it does for the Park, whether it is our volunteering or a financial contribution. This information should be highlighted in *Along the Towpath*, on the Association's website, on its Facebook page and in any other forms of communication the Association has.

Constraints:

- The Association is not an "official" Park partner, but rather an "unofficial" one.
- There may be Park or other organizational regulations that limit how, where, and how visibly we "advertise".

Social media and other electronic communication: The Association should monitor social media and electronic publishing trends, evaluating new forms for their usefulness in getting out the Association's message. The Association should be mindful of new ways to distribute information electronically. In the past, the Association has submitted press releases to area newspapers, posted leaflets in canal related businesses, handed out membership brochures at canal events and on the towpath. More recently the Association has successfully updated and re-published *Handbook 142* and the *Pocket Guide to the C&O Canal*, and made major contributions to the new edition of *Thomas Hahn's Towpath Guide*. We have a stellar newsletter, *Along the Towpath*, which is widely praised for its content and appearance. Current issues are mailed to our membership, with issues older than a year available online to all through our website.

Actions to be taken:

- The Association should establish a small group to monitor social media and electronic publishing trends and to recommend and perhaps implement prototypes.

Constraints:

- Not all forms of social media will suit the needs of our organization. In the past, we tried using MeetUp for some Association events, and found it not useful.

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- If Association members don't use newer forms of social media themselves they may not feel comfortable evaluating their usefulness for the Association.
- The Association should set up standard operating procedures for any new form of social media or electronic communication that the Association adopts; this will help insure a quality product and will also make it easier for volunteers new to a project understand how the Association uses the social media. *Along the Towpath* has a structure and team in place for its production that helps make it the excellent publication that it is.
- We are an all-volunteer organization. There is a time commitment to maintain any new form of social media that we choose to use.

Public events and Association activities: The Association sponsors a wide range of activities that support our mission—for example, level walking, Swains Lock Stewardship, bike trips, paddle trips, garlic mustard pulls, VIP work parties, Association sponsored hikes, nature walks, participation in area festivals. We recently began a series of well received “canal conversations” – talks by Association members – to reach canal enthusiasts up and down the canal. Association members have also participated in other canal related events that allow us to “spread the word” about the Association. We have attended World Canals Conferences, sponsored Transportation Forums, hosted study tours for other canal societies, participated in festivals along the canal, served as speakers to various organizations. The Association recently applied for and was awarded the role of hosting the World Canals Conference in Hagerstown in 2021.

Constraints:

- We are an all-volunteer organization. Leading and carrying out these activities require a time commitment from our membership. In particular, hosting the World Canals Conference in 2021 will require a substantial time commitment from our membership.
- The Association should review its programs and activities on a regular basis to ensure that we are directing our time and energy in the most appropriate way to carry out our mission.

Who is our audience? Whom are we trying to reach: The Association should look at its organizational mandates and its mission statement and determine if we are communicating with the “right” organizations and people to fulfill our mission and determine what content we need to share to reach each audience in the best way.

Advocacy: As an independent organization, the Association can advocate for the Park and the canal. In the past, we have done so: our opposition to the proposed large Georgetown boathouse and our participation in a lawsuit pertaining to it; our campaigns to lobby for the repair of and raise funds for the restoration of the Monocacy and Cactoctin Aqueducts, and the repairs at Widewater and Big Slackwater; our continued submission of formal comments on any number of

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environmental issues and Park projects. However, we no longer advocate on any sort of regular and organized basis.

Actions to be taken:

- The Association needs to tie advocacy to its priorities and to the projects it supports.

Constraints:

- Individual members may feel uncomfortable advocating and lobbying for the Park, and not be ready to approach individuals or organizations that could affect, positively or negatively, the canal and its future.
- The Board or the membership at large may be reluctant to support “high-visibility” lobbying that might bring us into contention with elected officials, the Park, the National Park Service, or the Department of Interior.
- The committee as a whole “voted” this as the last priority within communication.

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STRATEGIC ISSUE 2: MEMBERSHIP

The issue: How can the C& O Canal Association recruit new members and more fully engage those who are current members? As an all-volunteer organization, the Association depends upon member engagement and member expertise to run the Association, carry out our programs, and advance our projects.

Factors that make membership an issue:

- The Association is challenged by an aging and by a declining membership.
- There is lack of engagement of existing members.
- The Association is hampered by lack of knowledge of existing members' skills.
- The Association does not have a continuity plan.

Consequences if we don't address membership concerns:

- Our membership will continue to decline.
- It will become increasingly difficult to find members willing to serve as officers and directors on the Association's Board.
- The Association will find it more difficult to continue with its regular activities and events and to take on new projects.

The goals:

- Transition to a cloud-based membership database service to give the membership team easier shared access and cut down on manual work-arounds.
- Use the new membership database to more readily provide the Association with the information that we need about our members.
- Formalize a plan to integrate new members into the Association and onto the Board to insure member engagement and Association continuity.

Plans to manage the issue of membership: In June 2018, the committee prioritized plans to manage the issue of membership and identified those to address in the short-term (one year to 18 months) and those to address in the longer term (one to two years). The following plans are listed in priority order.

High priority short-term goals:

Transition to a cloud-based membership database service: Our existing membership database is a single-user Access database that resides on a local PC. The database is dated and limited in what it can do, and the Association has limited knowledge of how to maintain and tweak it. It requires manual work-arounds to handle the membership workflow. It does not capture member skills and interests.

Actions to be taken:

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- Set up a small group to research available commercial cloud-based membership software.
- Develop a list of requirements for the software and evaluate how the software meets these requirements and handles security issues.
- Get Board approval for moving to a commercial membership service with its associated costs.
- Develop a plan to transition from our current Access database to the new membership database.

Constraints:

- It takes time and effort to investigate and evaluate membership database services.
- There will be a cost involved in moving to a new membership database.
- There will be conversion issues that will require both time and expertise to resolve.
- Implementation of new membership database software should ensure that member privacy issues are addressed and any legal requirements for a 501 (c) 3 organization regarding privacy are met.

Design and Print a new Membership Brochure: Develop a new membership brochure that is appealing, up-to-date, and able to collect more information about members.

Actions to be taken:

- Set up a small group to design a new membership brochure and arrange to print copies with an eye to attracting more and younger members.
- Strategize ways to distribute the new brochure for maximum impact.

Longer-term goals:

Gather information about members: The Association does not presently “know” its membership. Knowing who we are, how many of us there are (our present system tracks memberships, not individual members), where we live, how we currently volunteer, what our skill sets and interests are, and how we would like to volunteer could help the Association staff the officer and director positions on its Board, its committee chairs, and Association events and projects. In consultation with the Association’s Legal Committee, those working on these issues or with the membership database must ensure that member privacy concerns and any privacy issues legally required by our 501 (c) 3 status are addressed and met.

Actions to be taken:

- Gather information about how active members presently volunteer – Board members, Committee chairs and their committee members, VIP regulars, Level Walkers, those who lead hikes and nature walks, bike trips, paddle trips.

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- Survey existing members and new members. There are various ways this can be done. Want ads in *Along the Towpath* targeted to specific needs (interest in the Membership Committee); a general survey of the membership at large using a recognized survey tool; targeted questions on membership and renewal forms (both hardcopy and online) asking for people to let us know their interest and expertise in particular areas (legal, automation, for example).
- Query the new membership database for member interests and skills, areas of expertise, making information available to the Board, Committee chairs and program and project leaders so we can gauge the breadth and depth of volunteer experience and match it against program needs.

Constraints:

- Compilation and analysis of membership data will require time on the part of the membership committee.
- Association members may not want to provide the information.

Welcome new members and cultivate leadership: Association continuity depends upon our ability to recruit new members and keep existing members, but more importantly, upon our ability to engage members to participate. We are not doing enough to foster an environment that helps bring new (or existing) members along.

Actions to be taken:

- Develop a more formal process for orientation of new Board members. For example, give them a packet of information (leadership directory, bylaws, strategic plan), set up a buddy system, have officers have lunch with them before initial meetings. Bring them into the fold.
- Be more proactive in welcoming new participants on hikes, projects, annual meetings, etc.
- The Association Nominating Committee currently identifies potential officer and director candidates to serve on the Board. It is advisable to move toward a “trustee” committee that would develop a longer-range plan for identifying members who might be interested and willing to be on the Board. A good inventory of member skills and interests would help here.
- The Association needs to develop a continuity plan. Key officers and program leaders should have back-ups in place. If membership and member engagement continue to shrink, at some point the Association may not be able to fulfill its mission and carry out its activities and projects. The Association charter does specify what would happen to Association funds if the Association were to go out of business, but does not spell out any details.

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STRATEGIC ISSUE 3: SUPPORT FOR PARK PROJECTS

The issue: how can the C&O Canal Association better provide timely and effective support for projects undertaken in conjunction with the National Park Service? Frequently working with the Park on a project is an effective way for the Association to pursue its mission to preserve and promote the canal. These Park projects can take a variety of forms. Some past examples:

- Financial support for repair or restoration of a physical structure such as the Hancock visitor center, Big Slackwater, and Swains Lockhouse.
- Providing funding and volunteer editorial services for the re-publication of Handbook 142.
- Supplying funds to create wayside exhibits at Big Slackwater and providing volunteer labor for installation.
- Paying the cost to print the annual Park planner pamphlet.
- Carderock CCC wayside project, where the Association is funding the development of interpretive material and physical production of the waysides.

Factors that make Park support an issue:

- The Association is financially solvent— it has money that could be used to support Park projects
- The Association has a regular cadre of active volunteers that already perform work for the Park (the Level Walkers, the Swain's Stewards, the VIPs, the Garlic Mustard crew).
- The Park's funding and the Park's staffing are shrinking, which should make both our volunteering and our financial help attractive to the Park.
- The Association has experienced difficulty in working with the Park, in part due to government policies, regulations and procedures and in part due to the seeming inability of the Park to focus on smaller projects. This affects the ability of the Association to provide support and assistance to the Park.
- The Association has experienced competition with other organizations, some that have an official status with the Park, are better funded, have paid staff and have the ear of the Park more than the Association does.

Consequences if the Association and the Park can't resolve this issue:

- The Association will continue to build up its reserve of funds with no easy and obvious way to spend them to help the Park.
- The Association's value and reputation in supporting our mission or partnering with the Park will decline because of inactivity, resulting in declining membership and interest in the organization and declining donations.
- The Park will lose out on the benefits that the Association could provide both through its volunteer efforts and through financial support.

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The goal: develop a list of projects—big and small—that reflect the Association’s priorities and determine ways to work more effectively with the Park in order to successfully develop, implement, and complete projects in a timely manner.

Plans to manage the issue of working with the Park to support Park projects:

In June 2018, the committee prioritized plans to manage the issue of support for Park projects, and identified those to address in the short-term (one year to 18 months) and those to address in the longer term (one to two years). The following plans are listed in priority order.

High priority short-term goals:

Develop and maintain a list of Board-sanctioned projects: A defined project list prioritized from the Association’s perspective can serve as the basis of discussion in working with the Park and successfully spending Association funds on Association approved projects that would benefit the Park.

Actions to be taken:

- The Special Projects Committee should develop and maintain a list of Board-sanctioned projects that we wish to undertake with the funding resources that are available.
- The Special Projects Committee should submit revisions to the list for Board approval. Revisions can originate from member suggestions to the committee or feedback from meetings with the Park.
- Review the project list at each Board meeting.
- On an annual or semi-annual basis, provide the Park with the Association’s official Board-sanctioned list of projects and use it as the basis for discussion, planning, and implementation.
- The Association should “formalize” a way to share its prioritized project list with the Park.
- When a project involves the Park, assign two or more interested Association members to work closely with the Park to bring the project to completion. When appropriate, help the Park set goals, schedules, assignments, etc.
- Use *Along the Towpath* and other means of communication to bring attention to needed projects in order to raise member awareness and increase buy-in, thereby creating pressure on the Park.

Constraints:

- The Association would not have cost estimates from the Park, so would not know the total project cost.
- The Park has not shared with the Association its own list of project priorities, time frames, and costs; projects that are high priority for the Association may be low priority for the Park.

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- If the Association cannot come to terms with the Park on how to work with them in providing financial help, the Association will have to figure out a creative way to spend its funds in keeping with the Association's mission.

Longer-term goals:

Promote projects: the Association should more actively publicize and promote what it has done in the past to support Park projects (for example, the Monocacy aqueduct restoration, the Big Slackwater project), and provide information about projects it would be willing to support (the prioritized projects list) within the Park. The Association has various ways to put out this information: articles in *Along the Towpath*, posts on Facebook, articles on the website, talks with the public.

Constraints:

- Members would have to step forward to write the articles for *Along the Towpath*, do the Facebook posts, speak with the public.

Work with other Park partners: the Association enjoys a good relationship with various Park partners — the Canal Trust, the Friends of Historic Great Falls Tavern, Canal Towns Partnership, and Georgetown Heritage — and should look for ways in which we could partner with them on helping to fund Park projects. The quarterly Park Partners meeting provides an opportunity to meet with them, share information, and gain information on their priorities.

Constraints:

- The priorities of what we want may not match that of the other Park partners.
- Park Partners' meetings are sometimes cancelled and not rescheduled.

Schedule regular meetings with the Park: while the Park sends a representative to the Association's Board meetings and to its Annual Meeting, communication is generally one way, focused on many issues, and not focused on specific projects. The Association needs to sit down with the Park on a regular basis to discuss specific project issues. One way to handle this is for the Park and the Association to create a yearly joint "partnership" agreement similar to the one the Friends of Historic Great Falls Tavern has with the Park.

Constraints:

- Park staff and management have busy schedules and in the past have often cancelled meetings to reschedule them weeks later.
- The Park and the Association might have differences of opinion on what constitutes a partnership agreement. (Based on past history, it's highly unlikely the Association would want to become an "official" Park partner and give up its independent status.)

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Apply for outside funding: the Association could apply for outside grants to augment Association funding to go toward Park projects on our project priority list.

Constraints:

- Finding outside funding and applying for grants is an administrative burden.
- Our major problem is not funding, but getting Park buy-in and approval of projects that we would like to see happen.

Focus on one big project: the Association could focus on one large multi-year project, independent of Park priorities. The Association could recruit a volunteer to lead the project who would recruit committee members, raise public awareness of the situation, identify other organizations who share our concern, identify possible sources of funding. This, in effect, is what we did with the Monocacy Aqueduct or Big Slackwater. In point of fact, the Association has just done such a thing in hosting the 2021 World Canals Conference. But this strategy could also be used for other large projects on the Association's prioritized Park project list.

Constraints:

- Our all- volunteer nature might limit our ability to pull off large projects.
- In the Association's past, successful big projects have always had a champion within the Association. Champions are not always easy to come by.

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ASSOCIATION PROGRAMS

In support of our mission to preserve and protect the historical and natural resources of the 184.5-mile long Chesapeake and Ohio Canal National Historical Park, the Association hosts and staffs a number of volunteer-led activities.

Association volunteers provide thousands of hours of work each year to help maintain the Park.

- **Level walking:** Level walkers are each assigned a section of the canal to walk on a regular basis; they monitor the status of historic structures, check facilities, remove trash, and report any problems to the Park. Level walking is the longest-running Association program, predating the establishment of the Park itself.
- **Volunteers in the Park (VIP):** the VIPs staff work parties to provide hands-on assistance to the Park by painting, repair work, installing interpretive signs, installing benches, and providing trail maintenance.
- **Garlic mustard eradication:** Association members volunteer on a yearly basis to help support the Park in its efforts to control invasive garlic mustard.
- **Swains Lock Stewardship:** the Association is the official steward for the Swains Lock campground and picnic area and the area around the lock house itself. Volunteers staff periodic work parties to help maintain the area.

Association volunteers also staff a number of activities that are simply fun, and let people take advantage of the Park.

- **Continuing hikes:** these are guided hikes along the canal that happen throughout the year and allow those who sign up to walk and learn about various sections of the canal and towpath.
- **Nature walks:** a series of guided walks throughout the year on various themes: wildflowers, tree identification, butterflies, birds, dragonflies.
- **Paddle trips:** a series of guided paddle trips on various parts of the Potomac River.
- **Bike trip:** the Association staffs a fall annual through bike ride, from Cumberland to Washington DC.
- **Douglas Hike and dinner:** an annual spring hike and dinner commemorating Justice Douglas' 1954 hike that saved the canal and towpath from being turned into a highway.
- **Presidents' Day breakfast:** a yearly event held in June to celebrate Association presidents and enjoy general fellowship.
- **Heritage Hike and dinner:** an annual event featuring short/medium/long hikes along a section of the towpath, followed by a dinner and program.
- **Frostbite Hike:** held annually in the winter along an historic canal related site.

In keeping with our mission to educate the public about the canal, Association volunteers "get the word out" in a number of ways.

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- *Along the Towpath (ATP)*: Association volunteers write and produce this highly regarded newsletter on a quarterly basis. ATP contains articles on canal history, information about Park activities and projects, Association events and programs and projects, and canal-related items of interest to the membership.
- Support for festivals: the Association staffs booths at various festivals held along the canal, providing information about the canal and
- “Continuing conversations”: Association volunteers give talks up and down the canal to reach canal enthusiasts.
- Researching canal history: Association volunteers research and publish articles on canal history.

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FINANCIAL INFORMATION

“There is money. Spend it, spend it; spend more.” (*The Merry Wives of Windsor* by William Shakespeare)

The C&O Canal Association is 501 (c) 3 non-profit volunteer organization. The funds to run the organization come from membership dues and from money collected for Association events — the annual meeting, the Douglas hike, the Heritage Hike, and the Presidents’ Breakfast — and from the sale of canal-related items.

Beyond these funds, the Association has money available to support the canal. Several funds are set up for specific purposes, but the bulk of the money is not earmarked for specific projects. People who donate to the C&O Canal Association are assured that 100% of their donation will be used in support of the canal and the Park, and not for administrative purposes.

To keep faith with our donors and to fulfill our mission, we should be spending these funds to help the Park. Otherwise, why are we in business?

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MONITORING AND UPDATING THE STRATEGIC PLAN

Development of the first plan: In April 2017, the C&O Canal Association Board of Directors tasked the Special Projects Committee to develop a strategic plan. This version of the plan — the first the Association has done — was completed in November 2018. Members of the Special Projects Committee who worked on this plan were: Rita Bauman, Nancy Benco, Jim Heins, Bill Holdsworth, Chris Holdsworth, Barbara Sheridan, Will Stewart, and Susan VanHaften. The group provided progress reports to the Board at each of the Board's meetings. The plan will be presented to the Board for its approval and then presented to the membership as a whole at the March 2019 annual meeting.

Monitoring and updating the plan: the Special Projects Committee should monitor and update the plan on an ongoing basis, reviewing it briefly at each of its meetings and reporting back to the Board at each of the Board meetings. The committee should review and include any new strategic issues that it or the Board feel should be included. Priorities might change with time or with circumstance. The committee should review these as well and seek Board approval to incorporate them into the plan. The strategic plan has been designed to be flexible and responsive to changing needs and circumstances.

Publicizing the plan: the Association will post a summary of the plan on its website, publish a summary in *Along the Towpath*, and provide a current summary at the yearly annual meeting.

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APPENDIX A: MISSION STATEMENT (January 2017)

The C&O Canal Association is an all-volunteer, independent organization of citizens dedicated to preserving and protecting the historical and natural resources of the 184.5 mile long Chesapeake and Ohio Canal National Historical Park (hereinafter referred to as “the Park”).

The C&O Canal Association was founded in 1954 by participants of the historic hike led by Supreme Court Justice William O. Douglas that brought public attention to preserving the canal right-of-way. Later, the Association took the lead in the campaign that created the Park in 1971. Today, we work with, and serve as an unofficial partner of the Park. We also work closely with many community and regional organizations concerned with the canal.

What we do:

- 1) We work/partner with the Park and other organizations to maintain and restore the canal’s historic structures.
- 2) We help ensure the continuity and safety of, and public access to, the towpath stretching from Washington, D.C. to Cumberland, Md.
- 3) We advocate for the continued viability of the Park.

How we do this:

- 1) We provide funding to help maintain and restore the canal’s historic structures, such as aqueducts, locks, culverts, and lock houses. We initiate projects by providing financial assistance to the Park and coordinating funding with other organizations. These funds come from large and small donations we receive from our members and the general public.
- 2) Our volunteers provide thousands of hours of work each year to ensure the accessibility, safety, and enjoyment of the towpath through a variety of organized activities, such as our level-walker program, invasive plant removal, and work parties.
- 3) We educate the public about the canal. We lead and sponsor hikes, bike trips, paddle trips, open houses, and nature walks in an effort to educate participants and bring attention to the Park. We research canal history and publish the findings.
- 4) Our status as an unofficial park partner allows us to advocate independently on behalf of the Park.

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APPENDIX B: STRATEGIC PLANNING PROCESS

The C&O Canal Association's strategic plan was developed under the auspices of the Association's Special Projects Committee. The Association's By-Laws specifically call for a Special Projects Committee, charging it "to undertake projects of interest to the Association, and to advise the Board of Directors of recommended actions or positions that the Association should take on these issues." At its April 2017 Board meeting, the Board directed the Special Projects Committee to develop a strategic plan for the Association.

In May 2017, the Special Projects Committee began to address the strategic planning process and how to go about it. The committee decided to use John Bryson's *Strategic Planning for Public and Non-Profit Organizations* (© 2011) as a template for the process, following the steps set forth in the book. Since May 2017, the committee has met on a regular basis, generally monthly, and has provided status reports to the Board at every Board meeting.

After initiating and agreeing upon a planning process (Step 1), the committee identified the following Association formal mandates (Step 2): the Association's Articles of Incorporation (see Appendix D), its By-laws (see Appendix E), and its 501(c) 3 status (see Appendix F).

The committee then reviewed and revised the Association's mission statement (Step 3). A mission statement lays out an organization's purpose and nature, and speaks to the values that guide the organization.

The committee next turned its attention to identifying the Association's internal strengths and weaknesses and its external opportunities and challenges (Step 4). Committee members independently identified individual issues under each of these four categories, writing them on post-it notes. The committee discussed each one, grouped similar issues together, and identified themes. After identifying the themes and discussing them, each committee member then assigned a priority to each theme. The sum of the priorities for a theme became its final ranking. The committee used this process four times, looking at the Association's strengths, its weaknesses, its external challenges, and its external opportunities.

Next, the committee focused on the strategic issues facing the Association (step 5). Bryson defines strategic issues as "fundamental policy questions or critical challenges affecting the organization's mandates, missions, and values, product or service level and mix, clients, users or payers, costs, financing, organization or management." Committee members reviewed the Association's mandates, mission statement, and the prioritized list of internal and external strengths and weaknesses, and used the same brainstorming technique to determine over-arching strategic issues. Based on this review, the committee identified three major, separate but inter-related strategic issues: communication, membership, and support for Park projects. It also identified a fourth issue — care and feeding of the

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organization itself, but later determined that this could be addressed within the membership strategic issue. For each of the three major strategic issues, the committee described the issue, discussed the factors that make the issue strategic, and stated the consequences if the issue is not addressed.

In Step 6, the committee developed and discussed plans to manage each of the three strategic issues. Each member individually ranked the plans (high, medium, low) within a given strategic issue. The total number of high, medium and low priorities for a plan were tallied and weighted to produce a priority listing of plans within each of the three strategic issues.

To be useful, a strategic plan needs to be monitored and reviewed on a regular basis. This plan was developed under the auspices of the Association's Special Projects Committee and will be monitored, reviewed, and updated by them on a regular basis.

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**APPENDIX C: ASSESSMENT OF INTERNAL STRENGTHS AND WEAKNESSES AND
EXTERNAL CHALLENGES AND OPPORTUNITIES
(from the June 7, 2017 committee meeting)**

Internal Strengths

The committee identified ten themes, listed below in rank order beginning with the most important.

Volunteers: The Association is an all-volunteer organization. We have dedicated and willing volunteers. The level walker program provides us with a good grass-roots core of volunteers.

Financial Solvency: Our membership is generous. We have significant funds to do major projects with our dollars. The organization is solvent.

Activities: The Association offers a variety of activities, ranging from canoe trips to level and nature walks. In addition, we have work projects organized through our VIP program (e.g., Swains' Lock cleanups and invasive plant reduction).

Communication: The Association has a quality newsletter that highlights projects we are funding and the people who are contributing their time.

Independence: Because we are not an "official park partner," we have the flexibility of lobbying for the park or suing it.

Flexibility: Because of our informal nature, the Association has the ability to be opportunistic, e.g., responding to a need or issue quickly.

Large Membership: Our membership numbers are good.

Legacy: The Association's legacy and reputation is excellent. Members have extensive knowledge of the park and its history. Our Board members are dedicated and experienced.

Education: The Association's educational support program is good.

Strategic Plan: The Association has begun strategic planning.

Internal Weaknesses

The committee identified six themes, listed below beginning with the most important.

Low Visibility: The Association lacks visibility within the community. It suffers from too little promotion.

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Declining Membership: The Association needs to do a better job in attracting and recruiting new members, especially younger members. There seems to be too little done to engage the younger generation. There is a sense that we're set in our ways. Finally, our membership is aging.

Lack of Engagement: There is a lack of member engagement. The Association is an all-volunteer organization. Members choose how they want to volunteer; members also have other commitments on their time. There are too few dedicated volunteers, and the number of highly committed volunteers is shrinking. Only a fraction of our membership is active.

Lack of a Strategic Plan: Although we are now involved in preparing a strategic plan, we have delayed the process for too long.

Lack of a Continuity Plan: The Association has not developed a plan to keep the organization in business — to attract and involve a younger generation to carry on the Association's work. In addition, we have not considered what will happen if the organization goes out of business, although the charter does specify what we can do with the funds.

Lack of Knowledge of Members' Skills: At this time, the Association does not maintain an inventory of members' strengths and skills, which could be used by the Association (e.g., those trained as lawyers, event planners, grant writers, etc.)

External Challenges

The committee identified five themes, listed below, beginning with the most important.

Shrinking Park Budget: The Park's budget has been reduced and will likely continue to do so. This limits the amount of work they can do and the number of staff they can support. This affects their ability to maintain the canal, the towpath, and the structures along it. It also affects the programs the Park can provide and support.

Park Staffing: There has been a lot of turnover and retirements in the Park staff. This affects the Park's ability to make plans and also their ability to react quickly to issues. Some of the positions have not been filled. This leads to "brain drain", a loss of knowledge and expertise. This affects the Park's ability to maintain the park and its structures and to provide programs. Changes in personnel, such as a change in superintendent, can affect the direction and focus of the Park. The lack of a strategic plan for the Park concerns us.

Competition with other parties: There are many organizations in addition to the Association that support or have an interest in the Park. The C&O Canal Trust, the

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Friends of Historic Great Falls Tavern, Canal Towns, and Georgetown BID are some. The C&O Canal Trust is an official partner and has become a major partner of the park. The Association and the Trust are sometimes thought to be the same organization. Each organization's projects often seem to overlap or seem to duplicate efforts. In the past, the Association's non-official status limited what support the Association could provide, but recent changes to Director's Order 21 may make a difference.

Park procedures and regulations: The government bureaucracy affects the ability to provide support and assistance. The regulations and procedures the Park must follow are numerous and confusing. Even simple projects take a lot of time to be authorized to proceed.

Public Interest: The Park is as popular as ever. Increased use of the park increases wear and tear on the park. More bikers have an impact on the towpath. Increased use of campgrounds, picnic areas, and other facilities requires additional maintenance.

External Opportunities

The committee identified five themes, listed below beginning with the most important.

Cooperation: There is better communication between the Park and unofficial and official partners. There are regular Park Partners meetings involving the Association, the Friends of Historic Great Falls Tavern, the Canal Trust, Georgetown Heritage, and Canal Towns Partnership. These interactions provide an opportunity to cooperate with other interested parties. Reduced staffing at the Park makes volunteers very important to support Park programs and projects.

Advocacy: Because of our independent status, the Association can advocate for new projects such as restoring Seneca aqueduct and re-watering the canal, and hosting a World Canals Conference. The Association can advocate by contacting federal, state, and local politicians to support the Park in general and on specific projects. Advocacy efforts can raise the visibility of the Association.

Exploit Popularity: The Park is as popular as ever. The Association can use this popularity to increase its visibility and attract new members.

Park Funding: The Park's shrinking budget is increasing their willingness to accept funding from other sources. This creates an opportunity for the Association to assist with projects.

Finding Grants: There is funding available through various grant programs. The Association can use grants and assist the Park with obtaining grants to help with project funding.

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APPENDIX D: ORGANIZATIONAL MANDATES—ARTICLES OF INCORPORATION

ARTICLES OF INCORPORATION
OF
CHESAPEAKE AND OHIO CANAL ASSOCIATION, INC.

FIRST: I, Matthew S. Watson, whose post office address is 1914 Sunderland Place, N.W., Washington, D.C. 20036, being at least eighteen (18) years of age, am hereby forming a corporation under the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is CHESAPEAKE AND OHIO CANAL ASSOCIATION, INC.

THIRD: The purposes for which the Corporation is formed are:

(a) The Corporation is organized exclusively for educational and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), and, more specifically, to receive and administer funds for such charitable and educational purposes, all for the public welfare, and for no other purposes, and to that end to take and hold, by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such objects and purposes or any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the income there from for any of the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal or mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no give, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than a "charitable organization" or for other than "charitable purposes" within the meaning of such terms as defined in Article NINTH of these Articles of Incorporation, or as shall in the opinion of the Board of Directors, jeopardize the federal income tax exemption of the Corporation pursuant to section 501(C)(3) of the Internal Revenue Code of 1954, as now in force or afterwards amended; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them; and, in general, to

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exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of the Annotated Code of Maryland for scientific, educational, and charitable purposes, all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes.

(b) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article THIRD hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

(c) Included among the educational and charitable purposes for which the Corporation is organized, as qualified and limited by subparagraphs (a) and (b) of this Article THIRD are the following:

(i) To bring into close contact with each other and the United States Department of Interior persons interested in the Chesapeake [sic] and Ohio Canal and the Potomac River Basin.

(ii) To present, organize and facilitate programs teaching about and using the Chesapeake and Ohio Canal and the Potomac River Basin by itself or in cooperation with the United States Department of Interior or other organizations.

(iii) To publish papers, documents, reports, and magazines relating to the dissemination of information concerning the Chesapeake and Ohio Canal and the Potomac River Basin.

(iv) To assist the United States Government in maintenance, restoration and protection of the Chesapeake and Ohio Canal.

(v) To undertake activities for the protection of the environment.

(vi) To cooperate with other individuals and organizations with the same goal.

(vii) To receive gifts and grants of money and property of every kind and nature and to administer the same for the purpose of promoting the objects of this corporation.

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(viii) To engage lecture halls, construction equipment and facilities and do all things necessary for the advancement of the purposes of this corporation.

(ix) To engage generally in any cases or objects to promote the above purposes or purposes similar thereto and to do anything necessary or proper for the accomplishment of these purposes.

FOURTH: The principal office address is 6718 Persimmon Tree Road, Bethesda, MD 20034. The name and post office address of the Resident Agent of the Corporation in this State is 6718 Persimmon Tree Road, Bethesda, Maryland 20034. Said Resident Agent is an individual actually residing in this state. The resident agent is John Chandler.

FIFTH: The Corporation is not organized for profit; it shall have no capital stock and shall not be authorized to issue capital stock. The number of qualifications for, and other matters relating to its members shall be as set forth in the by-laws of the Corporation.

SIXTH: The number of Directors of the Corporation shall be twenty-one (21), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3). The names of the Directors, who shall act until the first Annual Meeting or until their successors are duly chosen and qualified, are:

1. Bruce W. Wood
2. William (Bill) Davies
3. Lyman Stucker
4. Margot Foster
5. John Chandler
6. Karen Gray
7. Victor Conrad
8. Ralph Donnelly
9. Carl Linden
10. Nancy Long
11. Bonnie Troxell
12. James C. Bryant
13. Susan (Butch) Henley
14. Hal Larsen
15. Kent Minichiello
16. Al Stanley
17. Brad Haigh
18. Rita Hirrlinger
19. Dave Johnson
20. Joan Paull
21. Sue Ann Sullivan

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SEVENTH: Upon the dissolution of the Corporation's affairs, or upon the abandonment of the Corporation's activities due to its impracticable or inexpedient nature, the assets of the Corporation then remaining in the hands of the Corporation shall be distributed, transferred, conveyed, delivered and paid over to any other charitable organization (as hereinafter defined) of this or any other State, having a similar or analogous character or purpose, in some way associated with or connected with the corporation to which the property previously belonged.

EIGHTH: The Corporation may by its By-Laws make any other provisions or requirements for the arrangement or conduct of the business of the Corporation provided the same be not inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Maryland or of the United States.

NINTH: In these Articles of Incorporation,

(a) References to "charitable organizations" or "charitable organization" mean corporations, trusts, funds, foundations, or community chests created or organized in the United States or in any of its possessions, whether under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, organized and operated exclusively for charitable purposes, no part of the net earnings of which inures or is payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda or otherwise attempting, to influence legislation and which do not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidates for public office. It is intended that the organization described in this Article NINTH shall be entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 195, as now in force or afterwards amended.

(b) The term "charitable purposes" shall be limited to and shall include only religious, charitable, scientific, testing for public safety, literary, or educational purposes of the terms used in Section 501(c)(3) of the Internal Revenue Code of 1954 but only such purposes as also constitute public charitable purposes under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, including but not limited to, the granting of scholarships to young men and women to enable them to attend educational institutions.

TENTH: (a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(b) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

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(c) The Corporation shall not retain any excess business holdings as defined in Section 4943(C) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(d) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(e) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

ELEVENTH: (1) As used in this Article ELEVENTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or, (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceedings, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 24 day of December, 1985, and I acknowledge same to be my act.

/s/ Matthew S. Watson

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To get an official copy, go to the state of Maryland website. You can order a certified or non-certified copy (12/1/2018):

<https://egov.maryland.gov/BusinessExpress/EntitySearch/BusinessInformation/D02061596>

Item	Date/Time Filed	Film	Folio	Pages
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APPENDIX D: ORGANIZATIONAL MANDATES – BY-LAWS

Chesapeake and Ohio Canal Association, Inc.

BYLAWS

**Adopted by the Annual Meeting, 4 March 1999
(as amended by the Annual Meetings, 7 March 2009,
6 March 2010, 3 March 2012, and 4 March 2017)**

ARTICLE I

Members

Section 1. Any person who is interested in the purposes of the Chesapeake and Ohio (hereafter, C&O) Canal Association and in the C&O Canal National Historical Park and the Potomac River Basin shall be eligible for one of the following classes of regular membership:

A. Individual. Dues shall be fifteen dollars per year.

B. Family, consisting of one or two adults, together with their dependent children, who reside in the same household. Dues shall be twenty dollars per year.

C. Patron, consisting of individuals or families. Dues shall be twenty-five dollars per year.

Section 2. Each member, except for Family Members under eighteen years of age, shall have all of the rights and duties of membership prescribed in the parliamentary authority. Each household shall receive notices of meetings, newsletters and other mailings. Applications for membership by letter or form addressed to the Association and accompanied by the applicable dues shall be immediately accepted and effective.

Section 3. Dues shall be assessed on a calendar year basis and shall be payable in advance on or before January 1 each year. Individual or families joining for the first time between September 1 and December 31, shall have dues credited to the following calendar year.

Section 4. Persons who participated in the hike from Cumberland, Maryland, to Washington, D. C., on March 20-27, 1954, known as the Justice Douglas-*Washington Post* Hike Party, shall be charter members.

Section 5. Upon the recommendation of the Board of Directors and by a three-fourths vote by ballot at the Annual Meeting, honorary membership for a term determined by the Board of Directors may be conferred upon any person or organization in recognition of notable services rendered to the Association. An honorary member shall have none of the obligations of membership in the Association, but shall be entitled to all of the privileges except those of making motions, voting and of holding office.

ARTICLE II

Officers

Section 1. The officers of the Association shall be a President, a First Vice-President, a Second Vice-President, a Secretary, a Treasurer, an Information Officer and fifteen Directors. These officers shall perform the duties prescribed by these Bylaws and by the parliamentary authority adopted by the Association.

Section 2. At each Annual Meeting a Nominating Committee of six members nominated from the floor shall be elected by a plurality vote, a tie for sixth place being decided by lot. It shall be the duty of this committee to nominate one² candidate for each of the offices to be filled at the next Annual Meeting. The call to the Annual Meeting shall identify all candidates and provide a short biography and statement of qualifications for each. Additional nominations from the floor of candidates for officer shall be permitted.

Section 3. The officers, except the Directors, shall be elected by ballot to serve for a term of one year or until their successors are elected. Five of the Directors shall be elected by ballot by a plurality vote to serve for a term of three years or until their successors are elected, any tie for fifth place being decided by lot. In cases where there are no more candidates nominated for a position than can be elected to it, the ballot may be dispensed with by unanimous consent. The terms of all officers shall begin at the close of the Annual Meeting at which they are elected.

Section 4. No member shall hold more than one office at a time, and no member shall be eligible to serve in office for more than nine immediately preceding consecutive years.

² Article II.2 was amended by the Annual Meeting on 7 March 2009.

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ARTICLE III

Membership Meetings

Section 1. The Annual Meeting of the Association shall be held on the first Saturday of March, or within seventy-five days thereafter each year, as ordered by the Board of Directors and shall be for the purpose of electing a Nominating Committee, electing officers, receiving reports of officers and committees, and for any other business that may properly come before it. At least thirty days notice shall be given in the call.

Section 2. Special membership meetings may be called by the Board of Directors or shall be called at the request of fifty members of the Association. The purpose of the meeting shall be stated in the call. At least fifteen days notice shall be given.

Section 3. Twenty-five members of the Association shall constitute a quorum.

ARTICLE IV

The Board of Directors

Section 1. The officers of the Association, including the Directors, shall constitute the Board of Directors.

Section 2. The Board of Directors shall have full power and authority over the affairs of the Association, except those powers reserved by these Bylaws to the Annual Meeting; to fill vacancies among the officers, except the office of President, until the next Annual Meeting; to adopt a capital and operating budget for the fiscal year and to amend the same as necessary from time to time by a majority vote. The Board is authorized to adopt from time to time standing rules relating to the details of administration of the Association.

Section 3. Unless otherwise ordered by the Board, regular meetings of the Board of Directors shall be held on the first Sunday of February, April, June, August, October and December. Special meetings of the Board shall be called on ten days notice at the request of the Executive Committee or eight members of the Board.

Section 4. A quorum of the Board shall be ten of its members.

ARTICLE V

Executive Committee

Section 1. The officers, except the Directors, shall constitute the Executive Committee.

Section 2. The Board of Directors may authorize the Executive Committee to perform, between meetings of the Board, such duties as the Board may from time to time deem expedient. The Executive Committee may act in cases of urgency which may require action before the Board of Directors can meet in regular or special session.

Section 3. The Executive Committee shall meet at the call of the President or upon the request of three of its members. It shall make a complete report of any action taken by it at each meeting of the Board.

ARTICLE VI

Committee

Section 1. An **Archives Committee** of one or more members shall be appointed by the President annually at the April Board meeting. Its duty shall be to oversee the organization and classification of the Association's archival special collection at the Gelman Library of the George Washington University. It shall also have the duty of reviewing any archival material donated to or generated by the Association and assessing its value for retention or adding to the special collection.

Section 2. An **Auditing Committee** of two members shall be appointed by the President annually at the April Board meeting. It shall be the duty of this committee, after the close of the fiscal year, to audit the financial books and records of the Association as maintained by the Treasurer and report its findings and recommendations at the Annual Meeting for approval, and to perform such other reviews and studies that the President or Board of Directors may from time to time deem necessary.³

Section 3. A **Bylaws Committee** of at least three members shall be appointed by the President at the April meeting of the Board. It shall be the duty of this committee to review all proposed amendments to these Bylaws to ensure that they are not in conflict with any provisions of the Articles of Incorporation, other articles of the Bylaws, or any other regulations to which the Association may be subject. The committee shall report its recommendation on each proposed amendment to the Board of Directors, which may recommend approval or disapproval of the amendment by the membership of the Association.⁴

³ Article VI.2 was amended by the Annual Meeting, 3 March 2012.

⁴ Article VI.3 was added to the Bylaws by the Annual Meeting, 7 March 2009.

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Section 4. An **Editorial Review Committee** appointed by the President at the April Board meeting shall consist of the Editor and Assistant Editors whose duty it shall be to edit and publish a newsletter *Along the Tompath*, portions of which shall also be published on any world wide web site maintained by the Association.

Section 5. An **Environmental Committee** of one or more members shall be appointed by the President annually at the April Board meeting. It shall identify and report to the Board or the Annual Meeting on threats to the historic and environmental integrity of the C&O Canal and the Park from proposed construction or other environmental intrusions and recommend actions or positions that the Association should take.

Section 6. A **Festivals Committee** of one or more members shall be appointed by the President annually at the April Board meeting and shall make all arrangements for the Association's participation at fairs and festivals for the purpose of attracting new members and publicizing the Association and the Park.

Section 7. A **Finance Committee** composed of the Treasurer and two other members shall be appointed by the President at the April meeting of the Board. It shall be the duty of this committee to prepare amendments as needed during the year to the adopted budget (which may be adopted by a majority vote) and, at the December Board meeting, present a budget for the following fiscal year for adoption by the Board and presentation to the Annual Meeting for its information.

Section 8. A **Legal Advisory Committee** of one or more members who are both members of this Association and attorneys⁵ shall be appointed by the President at the April Board meeting each year. Upon request, it shall advise the Association on legal issues of concern to it. It may also call on other members of the Association who are experts in the fields of accounting, insurance, scientific issues and other areas for advice and assistance as necessary.

Section 9. A **Level Walkers Committee**, appointed annually by the President at the April board meeting,⁶ shall conduct the level walker program by establishing and re-aligning current levels, appointing one or more level walkers for each level, and maintain records of utilization and cleanliness with regard to each level.

Section 10. A **Membership Committee** of one or more members, one of whom shall be the Membership Chair, shall be appointed by the President annually at the April meeting of the Board. It shall be the duty of this committee to encourage the growth and retention of membership. The Membership Chair shall maintain an up-to-date membership list, coordinate annual membership renewal campaigns, provide quarterly address lists to the newsletter printer, and report membership statistics and trends to the Board.⁷

Section 11. A **Nature Committee** of one or more members shall be appointed annually by the President at the April Board meeting. It shall be the duty of this committee to promote interest in the C&O Canal's natural bounty and to work to understand and preserve the flora, fauna and other natural attributes along the canal.⁸

Section 12. A **Programs Committee** of at least three members shall be appointed by the President at the April meeting of the Board whose duty it shall be to make all arrangements for the Justice Douglas Hike and the Heritage Hike, coordinate with the Membership Committee in arranging a new member event and prepare and arrange for the Annual Meeting and other similar events.

Section 13. A **Public Relations and Publications Committee**, chaired by the Information Officer, shall act as a liaison with the membership, general public and the media. With the approval of the President, it may issue press releases and with the approval of the Board, may publish books, pamphlets, graphics and other informational and educational materials.

Section 14. A **Special Projects Committee** of at least five members shall be appointed by the President at the April meeting of the Board. It shall be the duty of this committee to undertake projects of interest to the Association, and to advise the Board of Directors of recommended actions or positions that the Association should take on such issues.⁹

Section 15. Such other committees, standing or special, shall be appointed by the President as the Association or Board shall from time to time deem necessary to carry on the work of the Association. The President shall be *ex officio* a member of all committees except the Nominating Committee.

⁵ Article VI.8 was amended by the Annual Meeting, 7 March 2009.

⁶ Article VI.9 was amended by the Annual Meeting, 4 March 2017.

⁷ Article VI.10 was amended by the Annual Meeting, 6 March 2010.

⁸ Article VI.11 was added by the Annual Meeting, 6 March 2010.

⁹ Article VI.14 was added by the Annual Meeting, 7 March 2009.

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**ARTICLE VII
Affiliations**

The Association may affiliate with such other not-for-profit organizations having objectives similar to, or compatible with, those of this Association by action of the Board of Directors.

**ARTICLE VIII
Parliamentary Authority**

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Association may adopt.

**ARTICLE IX
Amendment of Bylaws**

These Bylaws may be amended at any meeting of the membership of the Association by a two-thirds vote, provided the text of the amendment has been submitted in writing with the call to the meeting.

Amendments to the Bylaws

Amendments to the 1999 Bylaws adopted by the Annual Meeting are shown below. Words in the original version that have been deleted are bracketed and struck out, and words added are shown in **bold**.

Article II, Section 2 was amended 7 March 2009. The amendment emphasizes the intent of the original wording to limit the Nominating Committee's slate to one candidate for each office:

"At each Annual Meeting a Nominating Committee of six members nominated from the floor shall be elected by a plurality vote, a tie for sixth place being decided by lot. It shall be the duty of this committee to nominate ~~[a]~~ **one** candidate for each of the offices to be filled at the next Annual Meeting. The call to the Annual Meeting shall identify all candidates and provide a short biography and statement of qualifications for each. Additional nominations from the floor of candidates for officer shall be permitted."

Article VI, Section 2 was amended 3 March 2012. It makes the appointment date of the Auditing Committee uniform with that of other standing committees, and expands the statement of duties:

"An Auditing Committee of two members shall be appointed by the President annually at the ~~[December]~~ **April** Board meeting. It shall be the duty of this committee, after the close of the fiscal year, to audit the financial books and records of the Association as maintained by the Treasurer and report its findings and recommendations at the Annual Meeting for approval, **and to perform such other reviews and studies that the President or Board of Directors may from time to time deem necessary.**"

Article VI, Section 3 was a new section added to the Bylaws on 7 March 2009.

Article VI, Section 8 was amended 7 March 2009. The amendment removed the requirement that members of the Legal Advisory Committee must be actively practicing law and allows retired lawyers to serve on the committee:

"A Legal Advisory Committee of one or more members who are both members of this Association and attorneys ~~[admitted to practice law in Maryland, Virginia, West Virginia or the District of Columbia]~~ shall be appointed by the President at the April Board meeting each year. Upon request, it shall advise the Association on legal issues of concern to it. It may also call on other members of the Association who are experts in the fields of accounting, insurance, scientific issues and other areas for advice and assistance as necessary."

Article VI, Section 9 was amended 4 March 2017. The amendment severed the position of Level Walker Chairman from the office of Second Vice President, and made the chairman an appointed position:

"A Level Walkers Committee, which shall be ~~[chaired by the Second Vice President]~~ **appointed annually by the President at the April board meeting**, shall conduct the level walker program by establishing and re-aligning current levels, appointing one or more level walkers for each level, and maintain records of utilization and cleanliness with regard to each level."

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Article VI, Section 10 was amended 6 March 2010 to restructure the Membership Committee, change the title of its chair, and improve the statement of its duties:

“A Membership Committee of [~~at least three~~] **one or more** members, one of whom shall be the Membership [~~Coordinator~~] **Chair**, shall be appointed by the President annually at the April meeting of the Board. It shall be the duty of this committee to encourage the growth and retention of membership. The Membership [~~Coordinator~~] **Chair** shall maintain an up-to-date membership list, **coordinate annual membership renewal campaigns, provide quarterly address lists to the newsletter printer, [extract useful statistics on memberships in the various classes and report on discernable trends]**—**and report membership statistics and trends to the Board.**”

Article VI, Section 11 was a new section added to the Bylaws on 6 March 2010.

Article VI, Section 14 was a new section added to the Bylaws on 7 March 2009.

**Standing Rule of Order For the Processing of Proposed Amendments to the
Bylaws
(adopted by the Board of Directors, 7 December 2008)**

A. Amendments to the bylaws may be proposed by any individual or group of members of the Association. Proposed amendments should be submitted in writing to the president.

B. All proposed amendments from whatever source shall be referred to the Bylaws Committee for review. The review will ensure that the proposed amendment is consistent with the Articles of Incorporation, other articles of the bylaws, the traditional and stated goals and purposes of the Association, and other laws and regulations affecting the Association (for example, IRS rules affecting our 501 (c) (3) status). The committee may consult with cognizant officers and committee chairs to determine if the proposal would be feasible if enacted. The committee may also edit the wording of a proposed amendment to ensure that there is uniformity of style and no ambiguity.

C. The committee will report the proposed amendment to the Board of Directors, with a recommendation for or against adoption.

(1) If a majority of the board favor the proposed amendment, it will be submitted to the next annual meeting (or a special meeting) to be voted on in accordance with Article IX. The board's recommendation that the membership vote for adoption will be noted in the call to the meeting.

(2) If a majority of the board oppose a proposed amendment, the amendment will be submitted to the membership meeting for consideration unless the member(s) that submitted it agree to its withdrawal. The board's recommendation against adoption of the amendment and the reasons for their recommendation will be noted in the call to the meeting.