



TROUT UNLIMITED – BOARD OF TRUSTEES

Resolution

WHEREAS, the TU Bylaws in Article V provide that the Legal/Risk Management Committee (the “Committee”) shall work with Board of Trustees, staff and volunteers to identify and mitigate risks to the organization;

WHEREAS, some of TU’s chapters and councils apply for and receive financial assistance awards (“grants”) and contracts from federal, state and other entities;

WHEREAS, in 2013, the Board of Trustees passed a resolution requiring review of certain chapter and council contracts by members of the Legal and Risk Committee as well as staff (the “Resolution Concerning a Process for Reviewing Proposed Chapter and Council Contracts Involving Uninsured or Excessive Risk” (the “2013 Resolution”));

WHEREAS, federal and state grants and contracts, particularly those of significant size and complexity, can present substantial risk to the organization from a financial and public perception perspective if the requirements of the grant or contract are not met; and

WHEREAS, the Committee has determined that TU needs a process to ensure a chapter or council has sufficient resources and experience to accept federal and state grants and contracts and fulfill grant and contract requirements such that the requirements do not present undue risk to the chapter or council or TU as a whole.

IT IS THEREFORE RESOLVED that chapters and council shall alert the Engagement department prior to applying for any new state or federal grant or contract over \$100,000 and those with excessive or uninsured risk (“agreement”).

Staff, particularly the General Counsel, Chief Financial Officer and Vice President of Engagement – or their designees - shall work with chapters and councils to assess their capabilities to accept and fulfill agreement obligations prior to a chapter or council applying for any new such agreement.

Such assessments shall review the Chapter or Council’s legal, financial, and administrative capabilities, with an emphasis on project risk, grant compliance risk and financial risk.

In the event TU staff determines a chapter or council is insufficiently prepared to accept the obligations of an agreement, TU may (i) prohibit a chapter or council from entering into the agreement (or applying for a grant, if no application has been submitted), (ii) permit the chapter or council to enter into the agreement under certain conditions or, (iii) TU National may accept the agreement on its behalf and handle all of the administrative functions of the agreement. If

this occurs, the chapter or council shall reimburse Trout Unlimited for the fulfillment of this work. Any appeal of such decision may be made to President and CEO.

Standing or term approval may be granted to chapters and councils with sufficient capabilities.

This Resolution replaces the 2013 Resolution.

Approved by the Board of Trustees

February 7, 2025