

## **Land Acquisition Committee Charter**

Approved 2-26-2019

### **Purpose**

The Land Acquisitions Committee (the “Committee”) is responsible for seeking out strategic opportunities to acquire land, assessing opportunities that arise, and providing oversight and guidance in all land acquisition transactions that are undertaken by the Orleans Conservation Trust (the “Trust”).

### **Authority**

The Committee is authorized to pursue, without constraint or participation of the staff, matters within its scope of responsibilities.

### **Composition**

The Committee shall be composed of at least three Trustees. The President shall appoint the members of the Committee, including the Committee Chair, subject to Board approval.

The President and Director of the Trust shall serve as ex-officio non-voting members of the Committee. The President may, in certain cases and in consultation with the Chair, appoint specially qualified non-Trustees to serve on the Committee.

### **Term**

Committee members shall serve a one-year term. All terms commence upon a favorable vote from the Trustees at the Board meeting following the Annual Meeting, or, if a member is appointed after said Board meeting, such member’s term shall run from the date of appointment until the Board meeting following the next Annual Meeting. During a member’s term, the member may resign or be removed by the Board. There are no limits on the number of terms a member may serve. It is preferred that the Committee Chair have previously served at least one year as a member of the Committee.

### **Meetings**

The Committee shall meet in person at least once each year, and more frequently as circumstances dictate. A majority of the members of the Committee shall constitute a quorum sufficient for the taking of any action. A majority vote of the quorum shall be the decision of the Committee.

In the absence of the Committee Chair, the Committee shall appoint by majority vote a member of the Committee to serve as Chair. Committee meetings shall be open to any Trustee with prior consent of the Chair.

Meetings may be held by telephone conference so long as all members of the Committee can hear each other. Participating in a meeting by telephone shall constitute a presence at the meeting.

### **Responsibilities**

The Committee’s general responsibilities include:

- The Committee works with the Director to conduct background research on potential property acquisitions.

- The Committee prioritizes properties for potential acquisition, using criteria developed by the Committee.
- Taking into consideration a parcel's size, location, access, and any resource values, the Committee makes recommendations to the Board regarding the acquisition of property to be held by the Trust.
- Working with staff, members of the Committee meet with prospective sellers and neighbors of properties that may be acquired, and arrange for the preparation of surveys, appraisals, and other pertinent legal documentation.
- In conjunction with the Fundraising/Membership and Finance/Investment Committees, the Committee assists in developing and implementing an appropriate plan for financing the acquisition of new properties to be held by the Trust.
- The Committee also is responsible for overseeing the Trust's purchase or lease of office space and/or other facilities.

**Other Responsibilities:**

- Annually conduct a self-evaluation of the Committee's performance and report the results to the Board.
- Keep the Board informed of all material events and activities.
- Report to the Board the results of Committee meetings.
- Perform such other duties as are necessary or appropriate to further the Committee's purposes, or as the Board may assign to it from time to time.

**Conflicts of Interest**

If any member of the Committee shall have, or appear to have, a conflict of interest that impairs or appears to impair the respective member's ability to exercise independent and unbiased judgment in the good faith discharge of his or her duties, he or she shall disclose such conflicts and recuse himself/herself prior to meaningful discussion.