



The Prescribe Outside Partnership Charter

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I. Purpose:

- A. **The Prescribe Outside Partnership (Partnership)** is a cross-sectoral partnership of non-profit organizations, government agencies, for-profits, and interested citizens working to improve the health and well-being of Philadelphia children and their families through connection to nature and the outdoors. This charter is a legal document, which dictates how the Partnership is established; its structure, purpose, and the specific rights and responsibilities granted to the agencies and organizations that constitute it.

II. Vision and Mission

A. Vision

1. In the Philadelphia region, all pediatric and family health providers prescribe time in nature to patients (i.e. children and families). Patients are able to fulfill their prescription by safely accessing an outdoor, public space with nature (park, trail, garden, etc.) multiple times a week, resulting in a measurable improvement of health.

B. Mission

1. **The Prescribe Outside Partnership (the Partnership)** convenes a network of diverse partners who understand the health benefits of nature and the outdoors and believe that it should be accessible to all people. The Partnership trains and supports Philadelphia pediatric and family health providers in prescribing nature to their patients who are able to



safely access nature and the outdoors for improved health. The Partnership prioritizes support to communities with a lack of access to greenspace.

C. Partnership Values

1. **Well-being:** We believe that time spent in nature is a powerful vector for behavioral and physical wellness.
2. **Equity:** We believe all children should have access to quality nature experiences regardless of zip code, race, or socio-economic status.
3. **Environmental Justice:** We acknowledge Philadelphia's history of environmental inequity and the impact it has today.
4. **Innovation:** We believe the health issues facing Philadelphia families today require creative, forward-thinking, and integrative solutions.
5. **Inclusion:** We listen to, lift up, and co-create with the communities and the region we serve.
6. **Appreciation for Nature:** We aim to inspire a lifelong appreciation for and stewardship of nature by demonstrating its inherent value to personal health and well-being.

III. Participating Geographic Area

- A. The Partnership includes non-profits, public agencies, for-profit organizations, and institutions of higher education locating in, serving, or connecting to the Greater Philadelphia Area, including Bucks, Chester, Delaware, Montgomery and Philadelphia counties.
- B. Any individual or organization located in or serving this geographic area is welcome to support the Partnership's mission and vision.

IV. Membership

- A. Existing Members
 1. Awbury Arboretum
 2. Children's Hospital of Philadelphia (CHOP)
 3. Let's Go Outdoors
 4. U.S. Forest Service
 5. Temple University Center for Sustainable Communities
 6. Sierra Club's Pennsylvania Chapter
- B. Joining the Partnership
 1. Any organizations supportive of the Partnership's vision, mission, and values are eligible to become members.



2. Potential member organizations may apply for consideration through the Google Form on the Prescribe Outside website. Requests to participate will be evaluated and voted once every two months.
3. Membership is contingent upon leadership for each agency and organization (Executive Director, etc.) signing the Charter annually and designating a primary and secondary contact to attend all Partnership meetings.
4. New members will receive a “Welcome Packet” including:
 - a) Prescribe Outside Charter
 - b) Conflict of Interest statement
 - c) Invitations to standing Partnership meetings
 - d) Instructions to access resources on the Google Shared Drive
 - e) Strategic Plan, Communication Plan, etc.

C. Membership Types

1. Due to the variety of Partnership organizations (i.e. advocacy organizations, programmatic organizations, gov’t agencies, for profit organizations, etc.), Partnership members are divided into two categories: **Partner** and **Advisor**.
 - a) Partners are responsible for
 - (1) Promoting the goals of the Partnership. This may include advocacy and lobbying to Philadelphia decision makers and donors, etc.
 - (2) Supporting the structure of the Partnership by attending meetings, serving in working groups (mapping, communications plan, etc.), and on a future Steering Committee
 - (3) Working towards having all CHOP and other Philadelphia health providers prescribing nature to patients
 - (a) Creating digital and other aids to support health providers in prescribing nature, parks, trails, and outdoor programming.
 - (b) educating the public and traditional healthcare community on the health benefits of time spent in nature
 - (c) hosting healthcare-informed outdoor programs (i.e. with Walk with a Future Doc)



- (4) Prioritizing a measured and phased approach to expanding Prescribe Outside to support all Philadelphia residents.
 - (a) identifying community needs and composition (what are the barriers to accessing nature and outdoor programming?)
 - (b) conducting outreach and community engagement activities
 - (c) Collaborating with organizations that provide outdoor/nature programming and community organizations that support families.
- (5) Communicating within your organization and externally about Prescribe Outside (i.e. cross-promotional marketing)
 - (a) Following the Partnership's Communication Plan
- (6) Grant research/private support

- b) Advisors (i.e. government agencies) are responsible for:
 - (1) Updating and sharing appropriate public information and resources with the Partnership (i.e. research).
 - (2) Attending meetings, briefing agency leadership, and participating in working groups, as able.
 - (3) Identifying potential funding opportunities.

Note: Advisors will not participate in any advocacy or lobbying for the Partnership and recuse themselves from any decision in which there is a conflict of interest.

D. Duties of Membership

1. All Member organizations must submit a letter of commitment annually (see letter example attached).
2. All Partners shall:
 - a) Prepare for each Partnership meeting by reading material distributed prior to the meeting.
 - b) Attend regular and special Partnership meetings.
 - c) Serve on committees and/or working groups as needed.
 - d) Maintain knowledge of current programs of the Partnership, and be informed by the Greater Philadelphia Area community.
 - e) Make a personal contribution to the organization (not necessarily financial).



- f) Solicit the support of public and private parties in the Philadelphia community (not the gov't agencies).
 - g) Share resources and talents with the organization, including expertise, and contacts for in-kind contributions.
 - h) Serve as an advocate of the Partnership.
 - i) Be accessible, at least by phone and email, to other Partners during traditional business hours.
 - j) Fulfill commitments within the agreed-upon deadlines.
 - k) Accept majority Partnership decisions and support the mission.
 - l) Maintain the confidentiality of any information given to members described as Confidential.
 - m) Take the initiative and provide leadership.
 - n) Demonstrate good-faith and trust in fellow Partners when sharing potential funding information, which is not to be repurposed for the benefit of a single organization versus the Partnership
3. All Advisors shall:
- a) Prepare for each Partnership meeting by reading material distributed prior to the meeting.
 - b) Attend regular and special Partnership meetings.
 - c) Advise committees and/or working groups as needed.
 - d) Maintain knowledge of current programs of the Partnership and be informed by the Greater Philadelphia Area community.
 - e) Share resources and talents with the organization, including expertise, and contacts for in-kind contributions.
 - f) Be accessible, at least by phone and email, to other Partnership members as needed during traditional business hours.
 - g) Fulfill commitments within the agreed-upon deadlines.
 - h) Support the mission of the Partnership.
 - i) Maintain the confidentiality of any information given to members described as Confidential.

V. Governance

A. Conflicts of Interest:

1. The Partnership shall adopt a policy requiring all Partners to act in compliance with conflict of interest laws, as defined by the Code of Pennsylvania, relating to the conduct of business of local government.



2. All Partners must annually submit a conflict of interest disclosure in accordance with the Partnership's Conflict of Interest Policy.
3. Partners or Advisors must recuse themselves from Partnership discussions and deliberations, at a Partner meeting or otherwise, on a particular matter under the following conditions:
 - a) The individual has a direct personal financial interest with respect to the matter
 - b) Their Family member has a direct personal financial interest in the matter
 - c) An individual who they directly report to, or who is their direct report, has a financial interest in the matter
 - d) Committee members may also recuse themselves from other matters if they believe they may not be able to remain objective, or where they believe there may be an appearance of a conflict.

B. Regular Meetings

1. Awbury Arboretum will provide project management at 80% capacity and administrative support at 5% capacity
2. The Partnership shall hold regular monthly virtual meetings with the time and place provided to the membership by written or electronic means.
3. All meetings shall adhere to an agenda, which will be distributed 24 hours in advance
4. Marketing & Communications Coordinator to assist as time-keeper and minute recorder with minutes distributed within five business days
5. The Partnership may change the date and time of any regular meeting and may adjourn any meeting to another location.
6. Accommodations for hearing or visual impairments be a requested
7. Meetings of the Partnership will not be open to the public.

C. Special Meetings

1. Special meetings (i.e. Strategic Planning or Nature Everywhere Initiative) of the Partnership may be called by a Partner
2. Special meetings may be called if all members have received, within at least three business days, notice in writing or by telephone, advising them of the time, place, and purpose of the meeting.



D. Meeting Protocol

1. Robert's Rules of Order

- a) Everyone should be allowed to speak once before anyone speaks again.
- b) Everyone has the right to know what is happening, and speakers should only be interrupted in urgent situations.
- c) Consider only one motion (discussion topic) at a time.

2. Quorum

- a) A quorum shall be required to take any official vote by the Partnership; however, in the absence of a quorum, either group may receive reports and have discussions of Partnership business.
- b) A quorum for the Partnership shall be a simple majority of the voting Partners of the Partnership if there is an odd number of Partners, and fifty percent of the voting members if there is an even number.
- c) Members who are participating in any meeting by electronic means such as telephone, email, or video conference, whereby all members can simultaneously hear each other are deemed present for purposes of determining a quorum.

E. Voting

1. Eligibility

- a) Each Partner shall be entitled to one vote on all matters considered by the Partnership, regardless of how many representatives of said Partner are present.
- b) Advisors shall not have a voting role in the Partnership as a whole.
- c) Any vote taken by the Partnership or Steering Committee, at a meeting at which a quorum is present, shall be decided by a simple majority of the voting Partners present, except for purposes of modifying the bylaws, as otherwise provided herein.

F. Indemnity

- a. No vote by a member of the Partnership, Steering Committee, or other committees, shall constitute, or be construed to be, an official or unofficial position or commitment on the part of the participating organization which they have been chosen to represent.



G. Proxies

a. No business of the Partnership or Steering Committee may be conducted based, in whole or in part, upon the use of a proxy in the absence of a member.

H. Steering Committee

At this time, the Partnership operates without a Steering Committee. However, it is advised that a Steering Committee form (including a Chair, Treasurer, and Secretary) once the threshold of 10 Partners is reached.

1. Authority

- a. The Steering Committee may exercise any or all of the powers and perform any or all of the duties of the Partnership in the periods between its meetings. The Steering Committee may make recommendations to amend the Charter, fill vacancies in its own membership, or appoint or remove Officers. The full membership of the Partnership will need to approve those recommendations before the Steering Committee can proceed with the changes. The Steering Committee will use its best efforts to respect the needs of the various user groups represented in the Partnership.
- b. The Steering Committee will also be responsible for moving along the Partnership's strategic initiatives.
- c. The Steering Committee reports to the members of the Partnership.

2. Composition

- a. The Steering Committee shall be composed of Officers of the Partnership and such other individual representatives of Partners and Advisors of the Partnership as are approved by the full Partnership. At least one Philadelphia City Government Advisor representative shall facilitate Steering Committee meetings as requested; provided, however, that the Chair of the Steering Committee generally should not be an employee of a local, state, regional, or federal government agency, and that no two officers shall be representatives of the same Partner or Advisor organization.
- b. The Officers of the Steering Committee shall be:
 1. Chair
 2. Incoming or VP Chair



3. Treasurer
4. Secretary
5. Administrative support by a part-time position funded by Awbury

3. Elections for Steering Committee Members.

- a. The Officers shall be nominated by the Steering Committee and elected by the full membership at the Annual General Meeting of the Partnership in January.
- b. Officers shall serve a two-year term.

4. Frequency

- a. The Steering Committee shall meet at the call of the Chair but not less than quarterly. Meetings may be virtual or electronic.

5. Location

- a. Meetings will be held at locations determined by the chair or via telephone / videophone due to the logistical issues surrounding Steering Committee members' locations.

6. Quorum

- a. A majority of the number of Steering Committee shall constitute a quorum for the transaction of business, and the affirmative vote of a majority of the Steering Committee members present at the committee meeting shall be required for any action, unless the act of a greater number is required by the resolution of the Partnership.

7. Minutes

- a. Minutes of each meeting of the Steering Committee will be maintained and held by the Partnership's Secretary, and shared with Partnership members.

8. Financial Disclosure

- a. The Steering Committee shall endeavor at all times to demonstrate financial transparency with respect to funds received or used on behalf of the mission of the Partnership. In general, it is acknowledged that various members have or will devote in-kind services to further the goals of the Partnership. It is also acknowledged that various members will—on their own or collectively—apply for grants or appropriated funds to be used to further the goals of the Partnership. To date, the organizations listed within this document have received or have allocated prior funds received and which are presently being used to further the goals of the Partnership. The grantors and amount of funds are also listed. This



statement will be updated annually or more frequently as determined by the Steering Committee.

9. Review Procedures

a. The Steering Committee shall review and assess the adequacy of these operational guidelines on at least an annual basis and recommend changes when necessary.

VI. Working Groups and Special Committees

- A. In support of the Partnership's mission, a member may propose standing working committees from the Partnership's membership.
- B. Working groups may be organized by broad issue areas related to the Partnership (i.e. Programming, Outreach and Engagement, Research, Development, and Strategic Planning).
- C. The Project Manager/Steering Committee with the approval of the Partners, may designate or dissolve one or more Committees. Each committee shall consist of two or more members with duties assigned by the Partnership.
- D. Members may be recruited into existing working committees by current members and shall report back to the Partnership on activities, plans, and recommendations during bi-weekly Partner Meetings.
- E. Committees may host guest individuals who are not members of the Partnership.
- F. Time and place of working groups and special committee meetings shall be determined by a majority of the committee members.
- G. Running minutes of each meeting of all working groups and committees will be maintained by committee members and accessible on a Google Shared Drive.
- H. Working Group Chairs shall provide notification and meeting details to the Partnership as a whole to facilitate participation.

VII. Fiscal Agent

- A. As the lead applicant in existing grants, Awbury Arboretum is currently the sole fiscal agent for the Partnership.
 - 1. Prior to applying for a grant in support of Prescribe Outside, Awbury must obtain approval (by voting, etc.) from the other member organizations. Grant applications must follow the Vision, Mission, and Strategic Priorities of the Partnership
 - 2. Awbury must not use information from the Partnership to benefit its own organization (by obtaining grants for itself and not the Partnership).
- B. Other non-profit organizations may be fiscal agents in the future.



C. Membership approval is necessary before applying for prospective grants.

VIII. Dissolution Clause

- A. In the event of the dissolution of this Partnership, any remaining grant-related assets shall be conveyed according to guidelines set forth in respective grants.
- B. If any assets are unaccompanied by specific grant guidelines for reallocation, the Partnership's assets shall be distributed exclusively to one or more nonprofit organizations which then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code.

IX. Amending the Charter

- A. The Charter, as officially adopted, may be amended by the Partnership upon conformance to the following procedures:
 - 1. All members of the Partnership being provided a copy of the proposed change(s) at least seven days prior to any official vote on the change(s)
 - 2. An affirmative vote by a majority of the voting membership of the Partnership to adopt such changes or amendments to the Charter.

X. Signatures

- A. In WITNESS WHEREOF, the parties hereto agree to the Prescribe Outside Partnership's Charter on the date(s) signed. Our organization will sign this annually, a recommitment to our support of the Partnership and to update contact information.

Appendix – Policies and Documents to be Developed

- A. Strategic Plan
- B. Communications Plan
 - a. Guidelines for Internal Communications
 - b. Guidelines for External Communications
 - c. Social Media and digital communications guidance
- C. Fundraising Policy
 - a. Designation of fiscal agent or primary 501(c)(3)
 - b. List of current and prospective funders
- D. Conflict of Interest Policy
- E. Succession Plan