

Alliance for the Cumberlands

The Alliance for the Cumberlands is a partnership of public and private organizations unified in its commitment to protect the Cumberlands region of West Virginia, Virginia, Kentucky, Tennessee, Georgia, and Alabama.

A. Mission:

Our mission is to bring people together to achieve the ecological and economic sustainability of natural and human communities in the Cumberlands Region.

B. Goals:

The goals of the Alliance for the Cumberlands are to

- (1) conserve and restore the lands and waters of the Cumberlands; protect the area's unique natural, cultural and recreational resources; and foster sustainable forestry and agricultural practices,
- (2) educate the public about the need for conservation of the Cumberlands' wildlands and natural resources, and
- (3) promote sustainable human communities and wise stewardship of natural resources of the Cumberlands region.

C. Preface:

Having met informally for more than a year, the Alliance adopted the following Operational Guidelines on **August 26, 2003 in Somerset, Kentucky** in order to more fully establish itself as a functioning organization, to commit to standard practices and procedures which are understood by the members, and otherwise to increase its effectiveness on behalf of the Cumberlands region. This document is intended to make current activities of the Alliance more explicit and structured, and also to set forth a "road map" by which the group can move to a more formal organization, when appropriate. While incorporation is preserved as a future option, if needed, in the interim these Guidelines shall steer the Alliance as an unincorporated association of member organizations.

D. Operational Guidelines

ARTICLE I. Membership

Any organizations whose representatives have attended one or more meetings since the initial Alliance meeting in March 2002 are eligible to be Charter members of the Alliance. To enroll as Charter members, any eligible organization must, within 120 days of the adoption of these Guidelines, notify the Steering Committee of its wish to be so enrolled. No later than **December 23, 2003**, the Steering Committee shall prepare a list of those organizations qualifying as Charter Members.

All organizations interested in and supportive of the mission and goals of the Alliance shall be eligible for membership, provided they meet any membership criteria proposed by the Steering Committee (or future Board) and approved by the membership.

The Steering Committee (or future Board) shall maintain a current list of member organizations, along with the name(s) of their designated representative(s). Each member organization shall be entitled to one vote on any matters put to a vote of the membership.

ARTICLE II. Steering Committee

The Alliance currently has an initial Steering Committee which consists of **8** members, one of whom is functioning as a Coordinator. One seat on the Steering Committee is reserved for a federal agency representative, for a state agency representative and for a representative of the non-governmental organizations. The Steering Committee was created at the March 2002 meeting and charged with overall responsibility for calling and organizing membership meetings, appointing committees as necessary, and otherwise helping steer the development of the Alliance. Vacancies on the Committee may be filled by recruiting members from the Alliance membership and by obtaining consensus approval from the Alliance members.

Over time, the Alliance plans for a Board consisting of eight members, three of whom will be elected as officers (President, Vice-President and

Secretary/Treasurer). At such time as the membership of the Alliance adopts a resolution by a 2/3's vote to form the Board with officers, the Steering Committee shall proceed promptly to appoint a Nominating Committee (as provided in Article VI) and to hold an election (as provided Article VII).

In preparation for the meeting at which the first election will occur, the Steering Committee shall also conduct a thorough review of these Guidelines to ensure that they are adequate for the next phase of the Alliance's operation under a Board. Amendments may be proposed for approval by the general membership as provided in Article VIII.

ARTICLE III. Meetings

There shall be two types of meetings of the membership: (a) an Annual Meeting, at which business is transacted and annual progress reports are presented, and (b) regular meetings devoted to presentation of special programs, organizational business, and information exchange. Meetings shall be held at approximately four-month intervals. The Steering Committee (and in the future, the Board) shall call and organize the meetings.

ARTICLE IV. Position Statements

The Alliance for the Cumberlandds may create position statements, i.e., public declarations of the group's opinion on an issue. A member may propose a position through an appropriate committee. If no committee exists on the topic, the proposal shall be made to the Steering Committee. The responsible committee shall decide if the position statement shall be brought before the Membership. The membership shall be given written notice of the position **via email or surface mail** at least fourteen days before the meeting at which it will be considered. Any position statement by the Alliance for the Cumberlandds must be agreed to by **unanimous** consensus of members at the meeting. Members who cannot attend the meeting may submit their votes prior to the meeting.

ARTICLE V. Nominating Committee

Promptly following any resolution by the membership to create the Board with officers pursuant to Article II, a Nominating Committee consisting of three members shall be appointed by the Steering Committee. The Steering Committee shall designate one of the three members as Chair of the Committee. After the initial election, the Board shall appoint the Nominating Committee and its Chair.

The Nominating Committee shall propose a slate of candidates for election to the Board for the upcoming year. The Nominating Committee shall select candidates who reflect the diversity of the member organizations of the Alliance. Nominees are not required to have any particular qualifications other than that they express wholehearted support for the mission of the Alliance, and a willingness to serve. The Nominating Committee shall present a slate of candidates for the offices of President, Vice-President and Secretary/Treasurer and for at-large membership on the Board. This slate of candidates will be sent via email **or surface mail** to the membership at least ~~two weeks~~ **fourteen days** prior to the Annual Meeting.

ARTICLE VI. Elections

The first election of the members of the Board and officers of the Alliance shall be held with reasonable promptness after the resolution of the general membership calling for the election. **Upon election of the initial Board, the Steering Committee shall cease to function.** Subsequent elections shall be held at the Annual Meeting of the Alliance. In addition to the slate of candidates proposed by the Nominating Committee, additional nominations from the floor may be made by any Alliance member. The election of the officers and members of the Board shall be made upon vote of the organizational members who are present at the Annual Meeting, with one vote per member organization.

The term of the office for all Board members shall be two years, with half of the Board elected each year. If a vacancy occurs on the Board, the remaining members of the Board may elect a replacement by majority vote after seeking nominations from the membership. The newly elected at-large member of the Board shall assume his/her duties at the next Board meeting and will serve until the next regularly scheduled election.

ARTICLE VII. Duties of Officers and Board Responsibilities

Officers

1. The President shall preside at the Annual Meeting and at Board meetings. In consultation with the Board, he/she shall appoint such committees as may be needed. In the event of a vacancy in the office of Vice President or Secretary/Treasurer, the President shall appoint an active member of the Board to serve as an officer for the remainder of the year.
2. The Vice President shall assist the President in all of his functions, shall preside in the absence of the President, and shall become President in the event of a vacancy in that office. The Vice President shall be in charge of programs and shall appoint a Program Committee to assist him/her.
3. The Secretary/Treasurer shall keep records of meetings and shall have charge of all funds of the organization. At the Annual Meeting, he/she shall present a financial report. He shall keep an up-to-date list of the membership, entering thereon any data requested by the Board, e.g., committee service, special interests, etc. The membership list can be used in the interests of Alliance for the Cumberlands, as directed by the Board.
4. The President shall ensure that the Board meets regularly, at least every four months or more often, if necessary. Five Board members shall constitute a quorum. The Board is authorized to make policy decisions (not including adoption of Position Statements) and to transact all business for the organization between meetings. It may cooperate with any other group or individual to advance the interest of the organization.

ARTICLE VIII. Amendments to Operational Guidelines

Proposed amendments to the Guidelines must be submitted to the Steering Committee/Board (or Secretary/Treasurer, once elected) eight weeks prior to the date of the Annual Meeting, and shall be communicated **via email or surface mail** to the membership at least four weeks before the Annual Meeting. The Steering Committee/Board shall review and make recommendations on the proposed amendment(s), which may be amended at the Annual Meeting by a 2/3 majority vote of members present.