

# BYLAWS OF THE ALABAMA'S MOUNTAINS, RIVERS AND VALLEYS RESOURCE CONSERVATION AND DEVELOPMENT COUNCIL

## PREAMBLE

The purpose of the organization is to provide local leadership required for developing and carrying out a plan for orderly conservation, improvement, development, and wise use of natural and human resources thereby improving quality of life opportunities for people within the Alabama's Mountains, Rivers, and Valleys Resource Conservation and Development Project area comprising of Cullman, Dekalb, Jackson, Lawrence, Limestone, Madison, Marshall, and Morgan Counties.

## ARTICLE I

### NAME

Sec. 1 The name of the organization shall be the Alabama's Mountains, Rivers, and Valleys Resource Conservation and Development Council, hereinafter called the Council.

Sec. 2 The Council is an independent, non-partisan, incorporated group having as its primary concern the acceleration of the conservation, development and proper use of the natural and human resources within the project area.

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RESOURCE CONSERVATION AND DEVELOPMENT COUNCIL

ARTICLE III

COUNCIL MEMBERSHIP

At the RC&D county committee level there will be **seven (7)** [ 3.1: changed to 4 to reflect general membership and removal of unused membership categories]different categories of membership. They are as follows:

- |  |  |
|--|--|
| 1) <b>Individual</b> [3.2: changed to General]                     | <b>1 vote</b> [3.3: changed to 1 vote/member to reflect all dues-paying members will receive a vote] |
| 2) <b>Corporate</b> [removed as unused category]                   | 1 vote   |
| 3) <b>Cities &amp; Municipalities</b> [removed as unused category] | 1vote  |
| 4) <b>Educator</b> [removed as unused category]                    | 1 vote   |
| 5) County Commission   | 1 vote   |
| 6) Soil & Water Conservation District                              | 1 vote   |
| 7) Member @ Large  | 1 vote   |

**(Chosen jointly by the SWCD & County Commission)** [3.4: moved out of parentheses and clarified in section below]

## ARTICLE III COUNCIL MEMBERSHIP

One (1) dues-paying member representing each category [3.5: language changed to "Every dues-paying member" to reflect change that all dues-paying members will receive a vote] will have voting rights at the county level.

Any member not identified as County Commission, Soil and Water Conservation District, or Member at Large is identified as a general member. [3.6: Added to clarify membership categories]

Member at Large will be jointly chosen by County Commission and Soil and Water Conservation District members of respective county. [3.7: Added to clarify statement above]

At quarterly, special, and Annual RC&D Council Meetings, voting rights will remain as identified in Article III, Membership, section 1 of these Bylaws.

Dues for each category will be annually established by the RC&D Council Board.

Vacancies at the county level will be filled by the existing RC&D County Committee.

The RC&D County Committee Membership will annually nominate a Board Member from the County RC&D Membership, to represent their county at RC&D Board Meetings. The nominees will be approved or disapproved by the currently sitting Board. [3.8: moved to Article IV]

This selected Board Member's name will be submitted to the entire council at the annual meeting for approval. Vacancies will be filled at the next RC&D quarterly or board meeting. [3.9: removed; inconsistent and inaccurate]

RC&D Council will have an unlimited number of non-voting members who will serve as advisors to the RC&D Council members at the county and council level. The dues for this category of membership will be established annually by the Board. [3.10: removed to reflect change that every dues-paying member has voting rights]

Sec. 2            Membership dues will be paid annually.

The RC& D Committee Membership will annually nominate a Board Member from the County RC&D Membership to represent their county at RC&D Board Meetings. The nominees will be approved or disapproved by the currently sitting Board. [3.11: removed; duplicate segment]

## ARTICLE IV [4.1: to be combined with Articles V and VI

### OFFICIAL BODIES

Sec. 1 There will be a Board of Directors, called the Board.

Sec. 2 Resource conservation and development committees and such standing or special committees may be authorized by the chair.

## ARTICLE V

### COMPOSITION OF OFFICIAL BODIES

Sec. 1 [5.1: All of Article V, Sec. 1 to be moved to Article IV, Sec. 1] The Board of Directors will be composed of the Council Chairman plus [5.2: removed so that the chairman is not a unique board position] one (1) member from each county as nominated by their respective county Council membership at the annual RC&D Council meeting, [5.3: removed; redundant] and may include up to five at-large Board of Director members [5.4: clarified from section below with removal of specific category names]

The RC&D County Committee Membership will annually nominate a Board Member from the County RC&D Membership, to represent their county at RC&D Board Meetings. The nominees will be approved or disapproved by the currently sitting Board. [5.5: moved to Article V from Article III]

The Chairman, Vice-chairman, Secretary-Treasurer of the council and the at-large Board members shall be elected at the annual RC&D council meeting by a majority vote of council members. [5.6: moved to Article V from Article VI]

Board of Directors will serve one-year terms, with no limit on number of terms. [5.7: Added to clarify based on language of annual approval]

Vacancies of County-Representative Board Members during the year will be filled by nomination from respective county committee and approval by board in appropriate time. [5.8: Added; not addressed in bylaws]

Vacancies of Chairman, Vice-chair, and Secretary-Treasurer during the year will be filled by a recommendation from the Board and voted on by general membership at a quarterly meeting in appropriate time. [5.9: Added; not addressed in bylaws]

Vacancies of At-Large Board Members during the year will be filled by a vote of the membership at a quarterly meeting in appropriate time. [5.10: Added, clarified from section below]

Up to Five Board of Director members, chosen at-large from the general membership categories. (INDIVIDUAL, TOWN, BUSINESS, EDUCATOR and AMERICAN INDIAN), [5.11: removed; clarified by section above] by vote of the membership at the quarterly meeting, [5.12: removed; belongs in different section] may be added to the current Board of Directors composition. [5.13: removed; clarified by section above] Vacancies during the year will be filled by a vote of the membership at the next quarterly meeting. [5.14: moved to section below, within Article V]

The immediate past Chairperson may serve on the Board. [5.15: removed; clarified by section above]

Sec. 2 [5.15: All of Article V, Sec. 2 to be moved to Article IV, Sec. 2] Appointed Committees will be composed of individuals in the various areas of resource development as selected by the Committee [5.16: added for clarity] Chairman.

ARTICLE VI  
TERM OF OFFICE

Sec 1 The Chairman, Vice-chairman, Secretary-Treasurer of the council and the at-large Board members shall be elected at the annual RC&D council meeting by a majority vote of council members. [6.1: moved to Article V]

Sec. 2 Members of the Council will serve one year terms. If the respective appointing body does not state otherwise, their member is appointed for another year. [6.2: removed; redundant, inaccurate]