Board Proposes New Conservancy By-Laws

By LARRY GEWUK

PRESIDENT

On July 31st, the Conservancy Board of Directors voted to conduct a referendum to obtain membership approval for the proposed By-Laws which are printed in this edition of the Voice. These proposed By-Laws are the product of six-months of intensive discussion and review by the Board and the Management Review Committee. This past January, I appointed Conservancy Treasurer, Dave Elkin, Director, Skip Degans and Past-President Jeannette Petras, to the newly created Management Review Committee, which was established to review financial and administrative aspects of the Conservancy and make recommendations to improve the organization's programs and efficiency.

During the past seven months, this committee has solicited and considered the comments of Conservancy Board members and individual members in developing its recommendations.

The Management Review Committee presented its recommendations to the Board of Directors at the April meeting. Because many of the recommendations required changes in the existing By-Laws, the Board approved the committee's report and directed it to draft new By-Laws to implement the recommendations and also to consolidate and clarify the language in the existing By-Laws and the 1974 and 1976 amendments.

The recommendations of the committee, as approved by the Board are:

- Consolidates and clarifies language in the existing By-Laws and the 1974 and 1976 amendments into a single document and eliminates the inconsistencies between them and refines specific language.
- Established three new officers: Senior Vice President, Vice President of State Affairs and Vice President for Federal Affairs. These officers will replace the existing four regional Vice Presidents which are abolished. (Article VI, Section 1)
- Officers will be elected by the entire membership at the Conservancy's Annual Meeting instead of by the Board of Directors. (Article II)
- The Membership Secretary is designated a member of the Board of Directors. The Editor of THE HIGHLANDS VOICE continues to be a Board member, however, the Editor is no longer considered an officer or a member of the Executive Committee. (Article VI, Section 3)
- The fiscal year is changed from December 1 to November 30 to correspond with the taxable calendar year, January 1st to December 31st. (Article XI)
- The Executive Committee has the authority, upon approval of the Board of Directors, to order disbursement of Conservancy funds, not to exceed $1,000, between meetings of the Board. (Article XII, Section 2)
- The Conservancy's Annual Meeting is moved from January to October of each year. The terms of all Conservancy officers and Directors-at-Large are adjusted to correspond to the new schedule of Annual Meetings. The three new Vice Presidents and five Directors-at-Large (elected January 1982) will be subject to election at the Fall 1983 Fall Review. The President, Second Vice President and Secretary will serve until Fall 1984. (Article XV)
- Eliminates the quorum requirement of one third (1/3) of the organizational members for a special or annual meeting of the membership;
- Reduces the portion of the initiative by a Director to 51% to 10%, required to call a special meeting of the membership; (Article IV, Section 2)
- Permits the annual meeting to call a referendum of the membership. (Article XIII)
- Provides a procedure for the membership to remove officers and Directors-at-Large. (Article IX, Section 8)
- The Board of Directors retains the authority to review and approve membership in the Conservancy. Such revocation now becomes subject to review and/or reversal by the membership at the Annual meeting. (Article III, Section 1)
- The Board of Directors may remove a Board member by a three-fourths (3/4) majority of the Board members present at any Board meeting. Such revocation is subject to review and/or reversal by the membership at the Annual meeting. (Article V, Section 2)
- Specific duties are set forth for the Board of Directors in Article V, Section 2.
- Referenda are construed as advice to the Board of Directors except when By-Law amendments are proposed, whereby such referenda are binding on the Conservancy. (Article XII, Section 1)
- The proposed By-Laws preserve the fundamental purposes and structure of the Conservancy. Except as noted above, there are no other significant changes in the policies, goals or operation of the Conservancy as established since its creation in 1967.

Each individual and organizational member of the Conservancy is entitled to cast one vote for or against adopting the proposed By-Laws which will entirely replace those which the Conservancy are now operating under. Members are requested to mark the referendum ballot and then sign, address and return it to the designated address. Ballots must be received no later than September 16, 1983, to be counted. Ratification of the proposed By-Laws requires approval by two-thirds of those Conservancy members voting.

The proposed By-Laws will take effect immediately upon certification of ratification by the Committee of Tellers. It is expected that the Committee of Tellers will meet to count and certify the votes by August 15, 1983, with results to be published in the Conservancy Bulletin. This past January, I appointed Conservancy Treasurer, Dave Elkin, Director, Skip Degans and Past-President Jeannette Petras, to the newly created Management Review Committee, which was established to review financial and administrative aspects of the Conservancy and make recommendations to improve the organization's programs and efficiency.

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Water Resources Board Considers Changes To Water Quality Standards

By JOHN FURBAUGH

Several West Virginia industries have proposed changes in the state's existing water quality standards, which if approved, would be tantamount to a water grab of our streams by these few companies. This summer, the state Water Resources Board will propose several important changes to the current water quality standards and regulations. In response to several suggested changes, the Board has already conducted a series of meetings to discuss the proposals and select several for probable promulgation.

The only good news is the chief of the DNR has proposed language which specifies information required in either the abandonment plan portion of a mine discharge permit application or in the separate application for a permit to abandon a coal mine. Also valuable is a suggestion that the regulations state clearly certain instances in which the state water pollution permit under Code 20-5A-1 et seq. goes beyond the federal requirement for an NPDES permit.

Perhaps the most important suggestions are those of the West Virginia Coal Association.

The WVCA wants to eliminate the application of water quality standards to discharges into "low flow streams," which it proposes defining as any stream with (1) average flow of less than 5 cfs, or (2) natural flow 7 day, 10 year return frequency of .1 cfs or less.

Secondly, the association proposes repealing the "total iron" criterion and establishing a "dissolved iron" standard of 1.0 mg/l.

Finally, the WVCA proposes that the Board undertake a comprehensive revision of use category designations for state stream segments, based on a cost/benefit analysis, so that present water quality criteria would legally be exceeded on segments where a lower designated use than public water supply is established.

Westvaco objected strenuously to the provision in the turbidity criterion that a site-specific sediment control plan was required for loggers to be exempt from enforcement.

Appalachian Power wants the state to designate segments for public water supply "only" directly upstream from water treatment plant intakes. APCO also wants "an exemption from water quality standards for very small streams so drastically and irrevocably altered that their former use, will never be attainable with reasonable efforts and costs."

The power company also wants a new "sliding scale" standard imposed for most heavy metal criteria, which would set a different lower standard for the protection of warm water aquatic life than the existing standards for Cadmium, Copper, hexavalent Chromium, Lead and Mercury.

Monongahela Power proposes a policy of "Real Time WQ Management Control" which means that "precipitation-induced discharges" (slag piles, fly ash, coal storage and surface mines) would be managed (apparently through retention in ponds) and discharged at the minimum allowable waste discharge to stream flow rates.

This latter proposal is akin to the Division of Water Resources' proposal to allow oil and gas pit wastes to be discharged (without a permit) under a calculated dilution ratio.
WVHC's 17th Annual Fall Review

The Highlands Conservancy's 17th Annual Fall Review will be held Oct. 1-2 at Camp Pioneer, south of Elkins.

The Review offers Conservancy members and the public an opportunity to tour the Highlands and discuss relevant issues pertaining to land protection and management.

In addition to tours of the Highlands, West Virginia Representative Harley Staggers, Jr., (D-2nd, District) will address the Conservancy on Saturday night on environmental issues. Following Staggers' address, a panel discussion, focusing on the benefits and impacts of local, large scale resort development in the Canaan Valley/Harmon area will be conducted.

During Saturday afternoon, tours will be conducted to several areas in the Highlands. Plans call for four tours to be conducted to local resort areas, the wetlands of Canaan Valley, the Laurel Fork wilderness area and mining activity on Shavers Fork.

With so much to offer, plus the chance to see the Highlands in full fall splendor, make plans now to attend the 17th annual Fall Review.

DO NOT DELAY!!!!!!

To ensure that enough food is purchased by the Camp Pioneer staff to feed those attending the Review, meal reservations must be made by September 15. Meal reservations will not be accepted after this deadline. Since deadline schedules vary on the Voice, the September edition may not arrive in time to make the September 15 deadline for meal reservations. Therefore, persons wishing to make a reservation, should use the coupon attached bellow.

So, firm up your plans now to attend the 17th annual Fall Review.

Return by September 15

WVHC's 17th Annual Fall Review Week-End Oct. 1 & 2

Camp Pioneer Reservation Form

Heated dormitory accommodations $4 per person

Saturday breakfast $2. person

Saturday box lunch 2.75 per person

(lamb & cheese sandwich plus) Saturday dinner $4.25 per person

Saturday dinner $4.25 per person

(delicious barbecue spare ribs) Sunday breakfast $2.50 per person

Sunday lunch $2.75 per person

Total Check

Name

Address

Phone

Make check payable to WVHC and mail it and your reservation to:

Mary Moore Rieffenberger
Rt 1 Box 253
Elkins WV 26241

(meals can not be reserved after the September 15 deadline)

THE HIGHLANDS VOICE

• "The Highlands Voice" (ISSN 0161-9896) is published monthly by the West Virginia Highlands Conservancy, P.O. Box 506, Fairmont WV 26554. Distribution is to Conservancy members. A reentry permit to mail at second class postage rates is pending at Elkins WV. Main entry is at Fairmont WV.

POSTMASTERS should address forms 3579 to: P.O. Box 506, Fairmont WV 26554.
Proposed By-Laws for the Conservancy

ARTICLE I - NAME
The name of this organization is "West Virginia Highlands Conservancy," and hereafter referred to as the "Conservancy."

ARTICLE II - PURPOSES
Section 1. PURPOSES:
The purposes of the Conservancy shall be to promote, encourage and worked upon by conservancy members—aiding the conservation and development of both present and future generations of West Virginians and Americans.

Section 2. SPECIFIC PURPOSES:
Specific purposes of the organization may be added but not be limited to the following:
- To preserve and protect areas of particular scenic, historic, and aesthetic value.
- To aid in the establishment of nature reserves or other protected areas.
- To promote public education about conservation.
- To conserve land for the benefit of present and future generations.

ARTICLE III - METHODS:
In fulfilling such purposes, the Conservancy shall function through the coordination of creative ideas, manpower, and financial resources of conservancy-minded organizations and individuals through:
- To encourage the support and acting of conservation organizations and individuals to implement action programs.
- To engage in lead and research in all areas of conservation.
- To promote public understanding and enlist public support through dynamic programs of information and education.
- To maintain effective communications between Conservancy members, and appropriate governmental agencies and the general public.
- To establish and maintain a clearing house in all conservation matters.

Such other methods and activities as may be appropriate to accomplish the purposes of the Conservancy.

ARTICLE IV - BOARD OF DIRECTORS
Section 1. NUMBER:
The number of Directors shall not be limited and shall not be limited to the following:
- The number of Directors shall be set forth herein, and shall be one or more as provided in Article IV.

Section 2. ELIGIBILITY:
The number of members in the Conservancy may be members of the Board of Directors.

The number of Directors may be determined as follows:
- The number of Directors shall be set forth herein, and shall be one or more as provided in Article IV.

The number of Directors shall be eligible to serve on the Board of Directors at the same time as provided in Articles V and IX.

Section 4. MEETINGS:
The number of Directors shall be determined at least twice each year. A special meeting of the Board of Directors may be called at any time by the President or by any five (5) Directors, provided that each Director shall be notified at least fifteen (15) days in advance of the purpose of the meeting at least five (5) days in advance.

Section 5. APPROVAL OF ACTIONS BY MAIL:
The Board of Directors may authorize any action to be taken by a majority vote of the members of the Board of Directors, or by any five (5) Directors, or by any five (5) Directors, provided that each Director shall be notified at least fifteen (15) days in advance of the purpose of the meeting at least five (5) days in advance.

Section 6. MEETING NOTICE:
The number of Directors shall be determined at least twice each year. A special meeting of the Board of Directors may be called at any time by the President or by any five (5) Directors, provided that each Director shall be notified at least five (5) days in advance.

Section 7. CONDUCT OF BUSINESS:
(A) A quorum of (1) persons of the members of the Board of Directors shall be necessary to conduct business.

(B) A quorum of the Board of Directors may be present at any meeting held at least fifteen (15) days in advance of any regular meeting and that the Board of Directors may conduct such business at any such meeting, and that the Board of Directors may determine.

The said Editor and Membership Secretary shall serve at the will and pleasure of the President and perform such duties as may be determined by the Board of Directors.

Section 8. DUTIES OF OFFICERS
The President shall chair the Board of Directors and the Executive Committee, and serve as chief executive officer. The President shall also serve as the Chief Executive Officer of the Conservancy. The President shall assume the duties of the President upon the resignation of the President or the death of the President. The President shall be responsible for all matters relating to the Conservancy. The President shall serve for a term of one year, and shall be elected by the Board of Directors. The President may be re-elected for an unlimited number of terms at the discretion of the Board of Directors.

Section 9. TENURE OF OFFICE:
The President may, with the consent of the Board of Directors, appoint a Membership Secretary and an Editor. The President shall be responsible for the successful completion of all Board actions, and shall be the official representative of the Board of Directors. The President shall serve for a term of one year, and shall be elected by the Board of Directors. The President may be re-elected for an unlimited number of terms at the discretion of the Board of Directors.

Section 10. REMOVAL OF BOARD OF DIRECTOR MEMBER:
Any Director may be removed from the Board by a three-fourths (3/4) majority of the Board of Directors present at any regular or special Board of Directors meeting, subject to the review and approval of the Board of Directors at the next annual meeting.

Section 11. MEMBERSHIP:
The Officers of the Conservancy shall consist of the following:
- President
- Vice-President
- Treasurer
- Secretary
- Executive Director

The Officers of the Conservancy shall serve for a term of one year, and shall be elected by the Board of Directors. The Officers of the Conservancy shall serve for a term of one year, and shall be elected by the Board of Directors. The Officers of the Conservancy shall serve for a term of one year, and shall be elected by the Board of Directors. The Officers of the Conservancy shall serve for a term of one year, and shall be elected by the Board of Directors. The Officers of the Conservancy shall serve for a term of one year, and shall be elected by the Board of Directors.

The Officers of the Conservancy shall serve at the will and pleasure of the President and perform such duties as may be determined by the Board of Directors.

Section 12. EXECUTIVE DIRECTOR AND OTHER STAFF:
The Board of Directors may employ an Executive Director at such compensation as it may determine. The Executive Director shall be responsible for the successful completion of all Board of Directors actions, and shall serve for a term of one year, and shall be elected by the Board of Directors. The Executive Director may be re-elected for an unlimited number of terms at the discretion of the Board of Directors.
of Directors. The duties of the remaining officers and the Executive Director shall be such as are required by law, and such as may be assigned by the Board of Directors.

ARTICLE VII — EXECUTIVE COMMITTEE

Section 1. COMPOSITION:
The Executive Committee shall be composed of the officers of the Conservancy. The Executive Director, when such a person is retained, shall serve on the Executive Committee in an ex-officio non-voting capacity.

Section 2. POWERS AND DUTIES:
The Executive Committee shall have the power to act in the normal, current administration of Conservancy affairs and where prompt action is required. Between meetings of the Board, the Executive Committee shall have the power to act on matters of Conservancy policy if a problem is of an emergency nature that requires immediate action to protect the interests of the Conservancy, but such action shall be subject to modification or revocation by the Board of Directors. The Executive Committee may order disbursements of Conservancy funds for the purpose of implementation of Conservancy policy, not to exceed a total of One Thousand Dollars ($1,000.00) without prior approval of the Board of Directors between Board meetings.

Section 3. MEETING NOTICE:
At least twenty-four (24) hours notice shall be given of any meeting of the Executive Committee to each of its members, by telephone, mail or in person.

Section 4. QUORUM:
A quorum for any meeting of the Executive Committee shall be a majority of the Committee.

Section 5. APPROVAL OF ACTIONS BY TELEPHONE, MAIL OR IN PERSON:
The Executive Committee may by vote, without being present, approve the actions of any officer consistent with Article VII, Section 2, by telephone, mail or in person, provided such approval is given by unanimous vote of the Executive Committee, and, further provided such action shall be made a part of the proceedings of the Executive Committee at the next meeting of the Board of Directors.

ARTICLE VIII — COMMITTEES

(A) APPOINTMENT:
The President may appoint and define the duties of such committees as may be necessary for carrying out the purposes and functions of the Conservancy.

(B) DURATION:
The duration of committee appointments shall be at the will and pleasure of the President. There shall be standing committees of the Conservancy with the exception of the Executive Committee.

(C) POWERS:
Subject to provisions of Article VII of these By-Laws, no committee of the Conservancy, nor any member thereof, shall take any action, or make any public or any resolution or in any way commit the Conservancy on a question of policy or action of general public interest without having first received specific approval or instructions from the Board of Directors of the Executive Committee.

ARTICLE IX — ELECTION, APPOINTMENT AND REMOVAL OF OFFICERS AND DIRECTORS

Section 1. DIRECTORS-AT-LARGE:
The Directors-at-Large, who shall be individual members of the Conservancy, shall be elected by the members of the Conservancy to terms of two years, or more, or less, to coincide with the annual meeting of the Conservancy.

(B) If the Board votes to dissolve the position, it shall cease to exist after the next annual meeting, and the annual meeting may reverse the decision by majority vote.

(C) If the organization is not represented at the (two) consecutive Board of Directors meetings without excuse accepted by the Board of Directors, the position shall cease to exist immediately, and the President shall notify the Secretary to the organization immediately after both the second and third such absence.

Section 7. VACANCIES IN OFFICE:
Vacancies in the position of Organizational Director shall, unless terminated as provided above, be filled by the appropriate organization. Vacancies in the position of any officer or Director-at-Large shall be filled by majority vote of the Board of Directors as soon as practical; provided that such a vacancy may occur at any time prior to the next following annual meeting for the remaining unexpired term, if any, and that the term of any such appointee shall expire at the next annual meeting. The President may present nominations to the Board of Directors for any vacancies.

Section 8. REMOVAL OF OFFICERS AND DIRECTORS-AT-LARGE:
Any officer or Board Member may be removed by the Board of Directors, except in the case of the President, by a two-thirds (2/3) majority vote of the Board of Directors present at any special or annual meeting, provided that thirty (30) days prior written notice of such intended removal action is served on the President, Secretary and subject officer or Board Member by the making such motion. The notice shall be in writing. The board of such motion for removal shall be held one year, more or less, after the above said action. The position of President, Vice President, President for Federal Affairs and Vice President for State Affairs, so elected, shall serve for an initial term of one year, or more, but not less, and the President, President for Federal Affairs and Vice President for State Affairs, so elected, shall cease to exist at the end of the fiscal year. The audit report shall be made available at the annual meeting, or otherwise, to all members.