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Dear Great Lakes Conservationist:

Thank you for your interest in forming a new Great Lakes-St. Lawrence River citizens organization. Your participation in the November 20-21 meeting in Windsor to ratify By-Laws for this organization is crucial. The new organization will be only as strong as the interest and energy of the people willing to get involved.

Last May, 55 delegates to a meeting on Mackinac Island agreed that a new organization should be created. They adopted a "Great Lakes Charter" which identified key issues facing the Great Lakes Basin Ecosystem needing more coordinated citizen action. They elected a ten-member By-Laws Committee to prepare draft By-Laws. So you can see, there has been a lot of work by many people prior to the up-coming Windsor meeting.

Participation at the Mackinac Island meeting was limited due to space and funding constraints. But the Windsor meeting is open to all--the more the better. We need everyone to make the effort a success, no matter what your affiliation, no matter what your background. If you want to help protect the Great Lakes and St. Lawrence River--please come!

We have purposely left the agenda of the meeting open, with no activities scheduled on Friday or Saturday evening at this time. There are a variety of Great Lakes issues many of you may wish to discuss with other participants, such as acid rain, U.S. Clean Water Act, nuclear waste transport, and others. You may wish to use the available time for informal caucuses on special issues of concern to you.

The Michigan United Conservation Clubs has been serving to organize the meetings and the formation of the new group, under a grant from the Joyce Foundation. MUCC is a non-profit citizen conservation group with a membership of 100,000 and a staff of 30; our resources have given us this opportunity and responsibility. But it has been the support and enthusiasm from people and organizations from provinces and states all over the Great Lakes Basin that has kept the promise of a new organization alive. The positive response has been overwhelming.

I would appreciate your returning the advance registration form, if at all possible, so we can better plan for the meeting. Windsor is a lovely city; you will surely enjoy your visit. Our host will be the Great Lakes Institute at the University of Windsor. Dr. Marie Sanderson, Director of the Institute, has graciously provided our meeting accommodations. See you in Windsor!

Best wishes,

Wayne A. Schmidt
Meeting Coordinator

WAS/dll

MUCC
"Conservation through Education"

2101 WOOD ST. ● P.O. BOX 30235 ● LANSING MI 48909 ● 517-371-1041

OAK PARK
Harper Woods
Grosse Pointe Woods
Grosse Pointe Shores
Grosse Pointe Farms
Grosse Pointe
Grosse Pointe Park
HIGHLAND PARK
HAMTRAMCK
DETROIT
REDFORD TWP.
DEARBORN HEIGHTS
DEARBORN
Melvindale
River Rouge
Ecorse
ALLEN PARK
LINCOLN PARK
TAYLOR
SOUTHGATE
WYANDOTTE
Riverview
WINDSOR
St. Clair Beach
La Salle
River Canard
Belle Isle Park
FIGHTING ISLAND
DETROIT RIVER
MICHIGAN
ONTARIO
UNITED STATES
CANADA
WAYNE
ESSEX
MEETING
DOWNTOWN DETROIT INDEX
BUS TERMINAL 1
CITY-COUNTY BLDG. 2
COBO ARENA 3
COBO HALL 4
DETROIT COLLEGE OF LAW 5
DETROIT GENERAL HOSPITAL 6
DETROIT MEMORIAL HOSPITAL 7
DETROIT-WINDSOR TUNNEL 8
FEDERAL BLDG. 9
FORD AUDITORIUM 10
FRANK MURPHY HALL OF JUSTICE 11
GRAND TRUNK DEPOT 12
HART PLAZA 13
JOE LOUIS ARENA 14
MC NAMARA BLDG. 15
POLICE HEADQUARTERS 16
RENAISSANCE CENTER 17
STATE PLAZA BLDG. 18
BUS STATION 19
VETERANS MEMORIAL 20
BLDG. LOCATIONS COURTESY OF AUTOMOBILE CLUB OF MICHIGAN
DOWNTOWN DETROIT

TRAVEL

Arrival by car is simple; the campus is adjacent to the Ambassador Bridge. Parking on campus will be available for a small charge.

Arrival by train or plane from Canada is also simple. The VIA station and the Windsor airport are short cab rides from the University.

If you are flying into Detroit Metropolitan Airport, follow these instructions. Take the shuttle bus from the airport to the Renaissance Center in downtown Detroit ($5.00). The Center is adjacent to the tunnel to Canada. Get on a bus through the tunnel ($1.50), get off at the first stop (on Ouellette Avenue). Take a cab to the University (less than 2 miles), or walk down Ouellette to Wyandotte Street and take a 2A or 2B bus (west) to the University.

IJC MEETING

You are invited to attend and participate in the International Joint Commission's Annual Meeting on Water Quality being held in Windsor. We had originally scheduled our meeting to correspond with the close of the IJC meeting. Unfortunately, the IJC changed meeting dates to Monday through Wednesday (November 15-17).

The IJC meetings will be held in Cleary Auditorium in downtown Windsor. For details, contact: Patricia Bonner, IJC Regional Office, 100 Ouellette Avenue, 8th Floor, Windsor, Ontario N9A 6T3 (in U.S. write Box 32869, Detroit, MI 48232); phone: (519) 256-7821.

AGENDA

1. Establishment of ground rules for voting and participate in ratification process.

2. Brief statements from participants regarding the general structure proposed for the new organization.

3. Introduction, debate, and vote on proposed amendments.

4. Vote on approval of final version of By-Laws.

5. Nomination and election of Steering Committee.

AMENDMENTS

Proposed amendments to the draft By-Laws should be submitted in writing by November 5, 1982 to MUCC. This will enable us to organize the amendments and make copies prior to the meeting. Bring your copy of the draft By-Laws with you.

QUESTIONS?

Call Martha Judy or Wayne Schmidt at MUCC (517) 371-1041.
(P.O. Box 30235, Lansing, MI 48909)

SUMMARY OF STRUCTURE OF ORGANIZATION PROPOSED IN DRAFT BY-LAWS

A non-profit citizens conservation organization is created for the purposes outlined in Article II, primarily to promote conservation of natural resources of the Great Lakes ecosystem. Education, co-ordination of citizen action, and information exchange will be used to reach its objectives.

Membership is open to organizations and individuals supporting the purposes of Article II. Member organizations retain complete autonomy and are not bound by any action of the new organization.

A 15-member Board of Directors will be elected: President, Vice-President, Secretary-Treasurer, three Canadian Directors-at-Large, three U.S. Directors-at-Large, and one Regional Director from states, or provinces within each of the six major watersheds (Regions) in the Great Lakes Basin. (For example, a resident of southern Indiana could still be a Regional Director from the Lake Michigan Region.)

An annual meeting of the general membership will be held, at which policies and positions shall be established. Each member organization has one vote.

The officers and Board primarily govern the business affairs of the organization and may hire an executive director. The Board will determine annual membership dues, now proposed to be around $100 per year for any organization.

The Annual Meeting will primarily set policy. The Board, which meets at least three times a year, may take action on issues between annual meetings as long as it is consistent with the By-Laws and policies established by the Annual Meeting.

ARTICLE III. MEMBERSHIP

Section 1. Classification--There shall be the following classes of members, all generally hereinafter referred to as "Members":

(A) "Organization Members" are those legally organized groups of persons, such as clubs, societies and associations.

(B) "Individual Members" are those persons, who may or may not be affiliated with an Organization Member, who wish to support the purposes and objectives of the Corporation.

Section 2. Dues--The dues structure for each class of membership shall be determined by the Board of Directors.

Section 3. Qualifications--The members of this Corporation shall be organizations with goals compatible with Article II of these By-Laws or persons who support the purposes and objectives of Article II of these By-Laws.

All applications for membership shall be subject to approval by the Board of Directors.

The Board of Directors may, by a two-thirds vote, cancel the membership of any Member for cause. Any person or organization whose application for membership has been denied or whose membership has been cancelled by the Board of Directors may appeal such action to the next annual meeting of the Corporation.

ARTICLE IV. AUTONOMY OF MEMBERS

Members shall support the purposes and objectives of Article II of these By-Laws, but shall not be required to endorse or support any specific policy or position of the Corporation. These By-Laws shall not be construed to infringe upon the autonomy of any Member Organization.

ARTICLE V. REGIONS (map attached)

There shall be six regions for the purpose of election of Regional Directors and for any additional purpose as shall be determined by the Board of Directors, as follows:

Region 1, the Lake Superior Region, shall consist of the watershed of Lake Superior and the St. Marys River;

Region 2, the Lake Huron Region, shall consist of the watershed of Lake Huron;

GREAT LAKES ORGANIZATION

BY-LAWS--DRAFT OF BY-LAWS COMMITTEE

ARTICLE I. NAME

The name of this organization incorporated under the laws of of State of ________________ (Province of ________________) and hereinafter referred to as the "Corporation" shall be the "Great Lakes-St. Lawrence Conservation Coalition."

ARTICLE II. PURPOSE AND OBJECTIVES

The purpose and objectives of this Corporation shall be:

(1) To promote cooperative and coordinated citizen action in the United States and Canada on behalf of the Great Lakes and St. Lawrence River;

(2) To further the conservation of the natural resources of the Great Lakes Basin Ecosystem and to promote the management and wise use of those resources so that this generation and posterity will receive the maximum benefit;

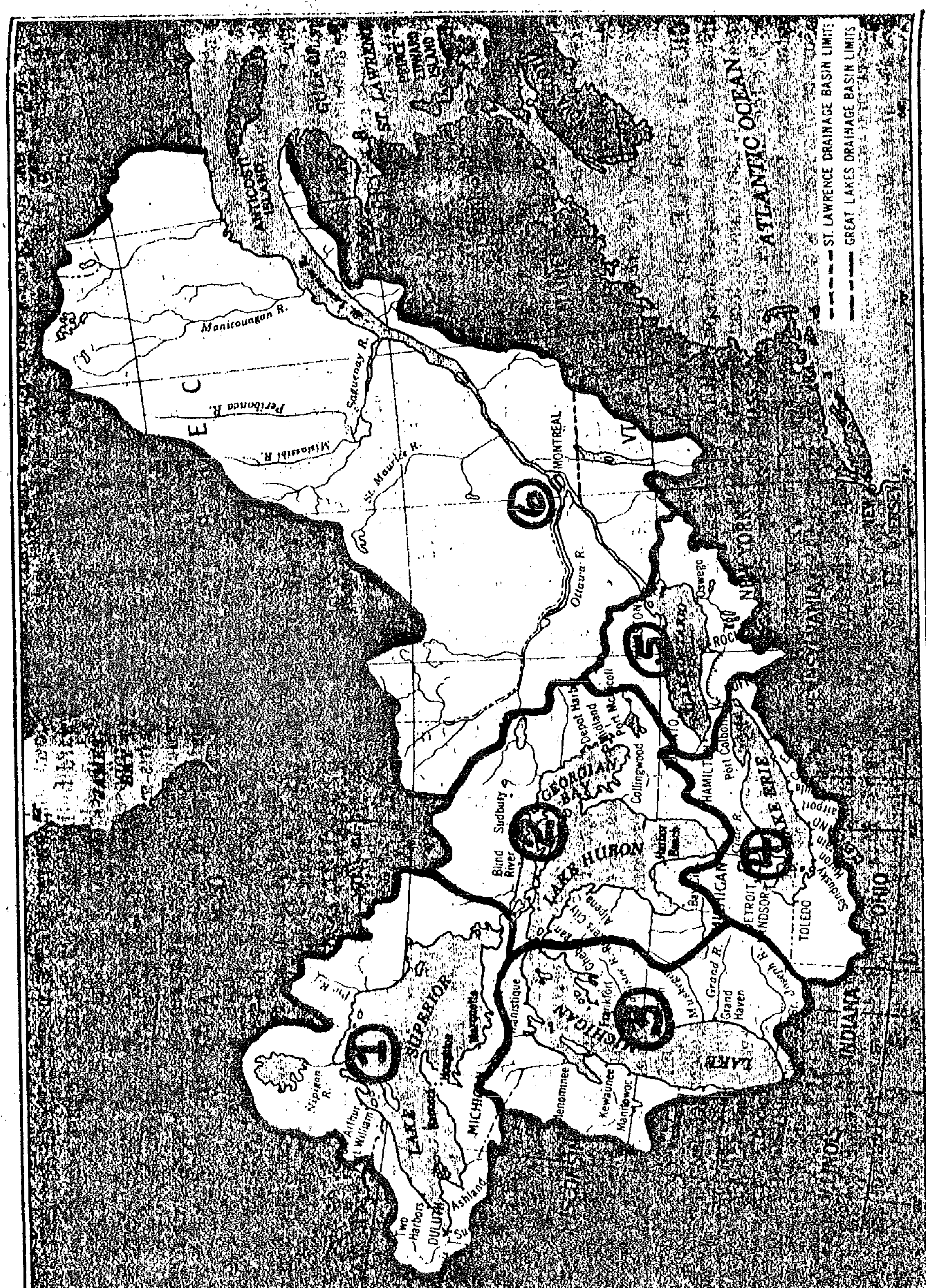
(3) To provide information exchange and a forum for organizations and individuals to participate in issues affecting the natural resources of the Great Lakes, their connecting waters, and the St. Lawrence River, including but not limited to:

--Water quality,
--Hazardous and toxic substances,
--Atmospheric deposition,
--Regulation of levels and flows,
--Fish and wildlife management and habitat protection,
--Energy development and distribution,
--Land quality and land use practices, and
--Navigation projects;

(4) To encourage development of economic strategies compatible with the maintenance of the natural system of the Great Lakes Basin Ecosystem;

(5) To promote public support for Great Lakes ecosystem research, education and management; and

(6) To educate citizens in the cause of natural resource conservation and environmental protection and enhancement as it affects the environment of the Great Lakes Basin.



Regions as defined in Article V

Region 3, the Lake Michigan Region, shall consist of the watershed of Lake Michigan;

Region 4, the Lake Erie Region, shall consist of the watershed of Lake Erie and the St. Clair River, Lake St. Clair, and the Detroit River;

Region 5, the Lake Ontario Region, shall consist of the watershed of Lake Ontario and the Niagara River; and

Region 6, the St. Lawrence River Region, shall consist of the watershed of the St. Lawrence River Valley.

ARTICLE VI. OFFICERS, DIRECTORS-AT-LARGE, REGIONAL DIRECTORS

The elective officers of this Corporation shall be a President, Vice-President, and Secretary-Treasurer. The Executive Director shall be selected and appointed by the Board of Directors as per Article VIII.

There shall be six Directors-at-Large, three from Canada and three from the United States; and six Regional Directors, one from provinces or states included within each Region as defined in Article V.

The Board of Directors may appoint any additional officers and agents it deems necessary, prescribing their duties and authority, and providing for their compensation. No person shall hold more than one office at any time.

ARTICLE VII. ANNUAL MEETING

Section 1. Meetings--The Corporation shall convene in a regular annual meeting once each year. The date and place of the annual meeting shall be determined by the Board of Directors with notice mailed to all Members at least 45 days in advance.

Special membership meetings of this Corporation may be called by the President, the Board of Directors, or by special petition of 15 percent of the Member Organizations, provided that 30 days notice shall be given to all Members as to time, place, and purpose of the meeting. Nothing shall take place at any special membership meeting that is not consistent with these By-Laws, or that has not had prior approval as an agenda item by the Board of Directors, or that does not pertain to the purpose or reasons the special membership meeting is called.

Section 2. Procedure

(A) Delegates and Voting.

(1) Voting delegates shall include representatives of Organization Members, elective officers, Directors-at-Large, and Regional Directors. Delegates representing Organization Members shall be chosen by their organizations by procedures approved by the Board of Directors.

(2) Voting shall be by voice, unless a role call or secret ballot is prescribed by these By-Laws or called for by the Chairman of the meeting. A majority vote is sufficient for the adoption of any motion that is in order, except as parliamentary law as contained in Roberts' Rules of Order shall otherwise prescribe.

(B) Representation. Organization Members, elective officers, Directors-at-Large, and Regional Directors shall have one vote each.

(C) Quorum. At any annual or special membership meeting of this Corporation, 15 percent of the total possible voting delegates shall constitute a quorum for the transaction of business.

(D) Agenda. The President, subject to the approval of the Board of Directors, shall have the responsibility and authority to prepare the agenda of the annual meeting. Each annual meeting shall include the election of officers, Directors-at-Large, and Regional Directors; receipt and consideration of Corporation financial reports; receipt and consideration of committee reports; and any proposed amendment to these By-Laws.

(E) Minutes. The minutes of any annual or special membership meeting shall be presented to the Board of Directors for approval.

Section 3. Conservation Policy--Policies and positions of this Corporation may be established by resolution at any annual or special membership meeting, consistent with these By-Laws.

ARTICLE VIII. ELECTIONS AND DUTIES OF OFFICERS

Section 1. Procedure--All elective officers, Directors-at-Large, and Regional Directors shall be elected at the annual meeting by secret ballot. All delegates may vote for all elective officers, Directors-at-Large, and Regional Directors.

A tie vote shall be decided by a run-off election. Election shall be determined by plurality vote. In the event of emergency so that the annual meeting cannot be held, the Board of Directors may direct that elections shall be held by mail and prescribe procedures for qualifying voters and canvassing the election.

Section 2. Qualifications and Terms of Office--Any member in good standing of an Organization Member shall be eligible for office in this Corporation.

Terms shall commence immediately upon adjournment of the annual meeting of the Corporation. Terms for elective officers shall be for one year. Terms for Directors-at-Large and Regional Directors shall be for two years, except that for the purpose of staggering terms, the first elections of Regional Directors for Regions 1, 3 and 5 shall be for one year. Further, in the first election for Directors-at-Large, the two elected Directors-at-Large from the United States with the fewer votes and the one elected Director-at-Large from Canada with the fewest votes will be elected for initial one-year terms. Officers, Directors-at-Large, and Regional Directors shall be eligible for re-election, if otherwise qualified, to serve a maximum of three consecutive terms.

Section 3. Duties of Officers--

(A) President. The President shall be chief executive officer of the Corporation and, subject to the control of the Board of Directors shall have general charge of its affairs. The President shall preside at all meetings of the Corporation and of the Board of Directors, and shall have such other powers and duties as are incident to the officer and not inconsistent with these By-Laws, or as at any time shall be assigned by the Board of Directors.

(B) Vice-President. It shall be the duty of the Vice-President to assist the President in the performance of duties when called upon to do so by the President or Board of Directors. In the event of disability of the President, the Vice-President shall have all the powers to perform all the duties of the President. The Vice-President shall have such other powers and duties as may at any time be assigned by the Board of Directors.

(C) Secretary-Treasurer. The Secretary-Treasurer shall keep full and accurate account of all receipts and disbursements and deposit all money, checks, and other obligations to the credit of the Corporation in such depository or depositories as may be designated by the Board of Directors. He or she shall disburse the funds of the Corporation only in accordance with due authorization of the Board of Directors and shall make a complete annual statement for the past fiscal year at each annual meeting of the Corporation, and in addition, perform all other duties incident to the office of Secretary-Treasurer subject to the control of the Board of Directors. The Secretary-Treasurer shall make such other reports at such times as the Board of Directors may determine.

The Secretary-Treasurer shall maintain the active membership list, receive all correspondence directed to the Corporation and distribute it to the proper person for reply, and be responsible for disseminating information to Members. The Secretary-Treasurer shall record the minutes of all meetings of the Corporation and shall be responsible for giving of all notices and for making of all statements and reports required of the Corporation.

(D) Executive Director. The Executive Director shall be selected and appointed by the Board of Directors and shall serve at their pleasure. The Executive Director shall be the chief salaried employee of the Corporation and shall have the authority and responsibilities of that position. The Executive Director shall report to and function under the direct supervision of the President.

ARTICLE IX. BOARD OF DIRECTORS

Section 1. Meetings--The Board of Directors shall hold at least three meetings each year, at times and places as shall be determined by the Board of Directors, including meetings immediately before and after the annual meeting of the Corporation, with 30 days notice of each meeting.

Special meetings of the Board of Directors may be called by the President or on written request to the President of any five members of the Board of Directors, upon due notice of at least 15 days to each member of the Board of Directors. The purpose, location, and time of the special board meeting shall be contained in the notice of the meeting.

Section 2. Procedure--

(A) Members and Voting. The 15-member Board of Directors shall consist of the elective officers, Directors-at-Large, and Regional Directors. Each member of the Board of Directors shall have one vote. The President or his or her designee shall chair the Board of Director's meeting.

(B) Quorum. At any meeting of the Board of Directors, at least eight members of the Board shall be necessary to constitute a quorum for the transaction of business, and the actions of the majority, but no less than six of the Directors present at a meeting at which a quorum is present, shall be the action of the Board of Directors.

If a majority of the whole Board of Directors shall severally and/or collectively consent in writing to any action to be taken by the Corporation, such an action shall be as valid a Corporate action as though it had been authorized at a meeting of the Board of Directors.

Section 3. Responsibilities and Powers--The Board of Directors shall provide leadership in all facets of the Corporation's activities, in promoting the purposes and objectives as expressed in Article II, in development of sound fiscal policy and requiring adherence to same, and in providing for steady and orderly growth of the Corporation.

The Board of Directors shall exercise direct supervision of the Executive Director through the President.

The Board of Directors may, either directly or through their designee, take action on political and governmental issues where that action is consistent with Article II and established policies from annual meetings of the Corporation and where delay for approval by the annual meeting would not be timely.

The property and lawful business of the Corporation shall be held and managed by the Board of Directors, which Board shall possess such powers and authority in addition to the powers and authority herein specifically prescribed, as may be necessary to complete execution of the purposes of the Corporation, limited only by the Articles of Incorporation and these By-Laws and actions of the annual meeting.

The agenda for any meeting shall be set by the President, subject to the wishes of the Board of Directors. The Board of Directors shall make a report of its activities and actions during the past year, including any recommendations for future action, at the annual meeting of the Corporation.

Section 4. Vacancies--A vacancy in the office of Vice-President, Secretary-Treasurer, or Director may be filled by vote of the Board of Directors, with those appointed to hold office until the next regular election for that office. Appointment to an unexpired term shall not be considered a term of office for purposes of maximum consecutive terms of office as defined in Article VIII(2).

Section 5. Removal from Office--Any member of the Board of Directors who shall miss two consecutive meetings of the Board of Directors, unless permission for cause to do so has been granted by the Board of Directors, shall cease to be a member of the Board of Directors and the Board of Directors shall declare the office vacant.

Elective officers and Directors may be removed from office, for cause, by ten votes of the Board of Directors.

ARTICLE X. COMMITTEES

Section 1. Appointment of Committees--The President shall within 30 days of election appoint all committees herein named and such other committees as he or she or the Board of Directors deems necessary and advisable, subject to the approval of the Board of Directors.

Section 2. Standing Committees--

(A) Finance Committee. The Finance Committee shall consist of five members appointed to staggered terms. As soon as possible after the annual meeting it shall prepare a budget for the fiscal year and recommend ways and means for financing programs, to be adopted by the Board of Directors. It shall have such other duties and responsibilities as are assigned by the President or the Board of Directors. The Secretary-Treasurer shall serve as an ex-officio member of the Finance Committee.

(B) Nominating Committee. The Nominating Committee shall consist of five members appointed to staggered terms. An initial list of candidates for all offices shall be selected by the Nominating Committee prior to the Membership notice for the annual meeting.

ARTICLE XI. FINANCIAL MANAGEMENT

Finances of this Corporation shall be under the control of the Board of Directors, except as otherwise provided in the Articles of Incorporation and these By-Laws.

Section 1. Dues--Annual membership dues of this Corporation shall be determined annually by the Board of Directors and shall be paid in such manner and at such times as are prescribed by the Board of Directors.

Section 2. Use of Corporation Funds--All funds and assets of the Corporation shall be used only for purposes that are consistent with the purposes and objectives of the Corporation, and for the actual administrative expenses in conducting the affairs of the Corporation, under the direction and with the approval of the Board of Directors. The Board of Directors may purchase land, buildings, and equipment whenever the general interests of the Corporation require it.

Section 3. Budget--A budget covering anticipated revenue and proposed expenditures for the fiscal year shall be adopted by the Board of Directors and presented to the annual meeting. Adjustments in line items as necessitated by unexpected expenses or revenue curtailment shall be approved by the Board of Directors except that the president may authorize expenditures of any emergency nature to protect assets of the Corporation.

Section 4. Conflict of Interest--No elective officer, and no Director or firm of which he or she is a principal member shall receive or be paid a salary or other compensation for service rendered in behalf of this Corporation during his or her term of office and for one year thereafter, provided that actual expenses, if authorized by the Board of Directors, incurred by such officer or Director engaged in work of the Corporation, shall be a valid claim against the Corporation.

Section 5. Payment of Accounts--No bills or accounts against the Corporation shall be paid until approval of the Board of Directors has been granted unless covered by the annual budget approved by the Board of Directors. All accounts shall be paid when due and management of cash flow to achieve this shall be a joint responsibility of the Board of Directors, Secretary-Treasurer, and Executive Director, in their respective functions.

Section 6. Fiscal Year--The fiscal year of the Corporation shall be from January 1 to December 31 next.

Section 7. Audit--The financial accounts of this Corporation shall be subjected to a full audit whenever the Board of Directors shall so determine.

ARTICLE XII. DISSOLUTION

Upon dissolution of the Corporation by a three-fourths vote of the Board of Directors and after paying or making provision for payment of all liabilities of the Corporation, all remaining assets of the Corporation shall be transferred to the appropriate court of the jurisdiction in which the principal office of the Corporation is then located for dispersal according to the applicable laws. Such dispersal shall be solely at the discretion of the court.

ARTICLE XIII. AMENDMENTS AND GENERAL PROVISIONS

Section 1. Amendments--These By-Laws may be amended at any annual or special membership meeting of the Corporation, as provided in these By-Laws, at which a quorum is present, by a two-thirds vote of the delegates present.

Section 2. Parliamentary Guide--The Roberts' Rules of Order shall govern the Corporation in all cases to which they are applicable, and in which they are not inconsistent with these By-Laws.

Section 3. Meetings--All meetings of the Corporation shall be open to attendance by any Member or interested person, provided that the Board of Directors may meet in closed session only on personnel matters. Any interested person may, at the pleasure of the Chairman of the meeting, have privilege of the floor at any annual or special membership meeting of the Corporation.

<u>Section 4. Miscellaneous</u>--Any employee of this Corporation shall not be eligible to serve as a delegate of any Organization Member or as an ex-officio delegate to any meeting of the Corporation or as a member of the Board of Directors.

<u>Section 5. Indemnity of Officers or Directors</u>--Every officer or Director of the Corporation and his or her heirs, executors and administrators, and estate and effects, respectively, shall from time to time and at all times, be idemnified and saved harmless out of the funds of the Corporation from and against:

(a) all costs, charges and expenses whatsoever which such officer or Director sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against him or her, for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by him or her, in or about the execution of duties of the office;

(b) all other costs, charges and expenses which he or she sustains or incurs in or about or in relation to the affairs thereof except such costs, charges or expenses as are occasioned by his or her own willful neglect or default.

<u>Section 6. Interpretation of By-Laws</u>--A Parliamentarian shall be appointed by the President. If any question shall arise relative to the interpretation of these By-Laws, the Parliamentarian shall decide. Any Member aggrieved by such decision of the Parliamentarian may appeal to the Board of Directors, and then to the next annual or special membership meeting of the Corporation.

<u>Section 7. Ratification</u>--For purposes of ratifying these By-Laws, as originally proposed on September 1, 1982, a simple majority vote of all organizations interested in joining and participating in the Great Lakes-St. Lawrence Conservation Coalition shall suffice, with each organization having one vote. Each delegate to the original ratification meeting shall possess written authorization to represent that organization from the chief executive officer of that organization. No delegate may represent more than one organization.

# #

DISCUSSION AND POINTS OF CONTROVERSY REGARDING DRAFT BY-LAWS

ARTICLE I. NAME

The By-Laws Committee was sharply split over the name. The "Great Lakes-St. Lawrence Conservation Coalition" was finally approved by the committee. "St. Lawrence" was added at the request of Societe pour Vaincre la Pollution since they felt Quebec residents do not identify with "Great Lakes." "Conservation" was added at the request of the New York State Conservation Council. "Coalition" was approved, essentially by default, after other words were eliminated for various reasons. For example, there are already many "Councils" in Ontario. Great Lakes Tomorrow felt "Federation" implied "top down" decision-making. MUCC felt that for purposes of public identity, marketing, and press relations, a short name was needed--"Great Lakes (one word)."

It has also been suggested to us that we use two names--a short one for every day use and a longer more formal name for letterhead, etc. An example would be "Great Lakes Organization (Great Lakes-St. Lawrence Conservation Coalition)."

I suggest we begin with a straw vote at the Ratification Meeting on the following names:

_____Great Lakes-St. Lawrence Conservation Coalition

_____Great Lakes Alliance

_____Great Lakes Organization (Great Lakes-St. Lawrence Conservation Coalition)

_____Great Lakes Federation

_____Other ______________________________

MUCC
"Conservation through Education"
2101 WOOD ST. • P.O. BOX 30235 • LANSING MI 48909 • 517-371-1041

Section 1. Procedure:

An alternative suggestion is that Regional Directors be elected by delegates from the Regions, rather than by everyone.

Section 3. Duties of Officers: It is intended that the job description and statement of qualifications for an Executive Director, if one is hired, would be prepared by the Board of Directors. The By-Laws Committee was split on how much authority should be vested in the office of Executive Director; therefore this issue was deferred to the Board of Directors.

ARTICLE XIII. AMENDMENTS AND GENERAL PROVISIONS:

Section 7. Ratification:

The By-Laws Committee has recommended that ratification of these By-Laws be done by authorized delegates from organizations. Since these By-Laws cannot be binding until they are adopted, this question of who has authority to vote on the By-Laws will be the first order of business at the Ratification Meeting. Unless the body as a whole agrees to limit voting rights or participation, no limitations on voting or participation will apply.

Prepared by: Wayne A. Schmidt, Chairman
By-Laws Committee

# # #

ARTICLE II. PURPOSE AND OBJECTIVES:

"Purpose and Objectives" are taken primarily from the "Great Lakes Charter" adopted at the Mackinac Island meeting.

ARTICLE III. MEMBERSHIP:

Section 1. Classification:

The most serious disagreement among the By-Laws Committee and the delegates to the Mackinac Island meeting is the proposal for "Individual Members." The vote of the ten-member By-Laws committee on the question of including "Individual Memberships" was: Yes 6, No 2, Abstain 2.

Opponents generally feel that inclusion of individual memberships will put the new organization in direct competition with existing conservation organizations. They feel the new organization should be a coalition of organizations and that interested individuals should be directed to membership in existing organizations.

Supporters generally feel that there are individuals interested in Great Lakes issues who may not desire to join more diverse organizations and they should not be turned away. They argue that some areas do not have existing organizations working on Great Lakes issues. They feel that competition, if it exists, is not unhealthy for the conservation movement.

Section 2. Dues:

It was agreed that annual dues should be set by the Board of Directors so that the By-Laws would not have to be amended each time a change was made. It was suggested that all member organizations pay the same dues, regardless of size, and annual dues of $100 was proposed.

ARTICLE VII. ANNUAL MEETING:

Section 2. Procedure:

As proposed, "Individual Members" are given no voting privileges at Annual Meetings. This was a point of disagreement on the By-Laws Committee.

As proposed, 15% of the possible voting delegates constitutes a quorum. Some felt this was too low.

ARTICLE VIII. ELECTIONS AND DUTIES OF OFFICERS:

Section 2. Qualifications and Terms of Office:

The By-Laws Committee split on whether "Individual Members" should be allowed to hold office. The vote was: Yes 4, No 5, Abstain 1. Those supporting the idea felt that the best people should be eligible to hold office regardless of affiliation, if they can get elected. Those opposed to the idea felt it was not asking too much for anyone wishing to hold office to at least join an affiliated organization.