BY-LAWS OF THE ALABAMA TRAILS COMMISSION
(adopted April 1, 2011)

A. The name of the organization is the **Alabama Trails Commission.**

B. Operating Procedures

1. The officers of the Commission shall consist of a Chair, Vice Chair and a Secretary nominated by the Commission.
2. Elected officers may serve one term, consisting of two years. They may be elected for another 2 year term.
3. (a) The Chair shall preside at all Commission meetings, appoint committee members, and perform other duties as associated with the office.

   (b) The Vice-Chair shall assume the duties of the Chair in case of the Chair's absence.

4. The Secretary will work with staff to ensure that all minutes are reported, finalized and posted in one place at ADECA.
5. Minutes will be distributed one week prior to each Commission meeting, via e-mail.
6. The Commission will operate using Roberts Rules of Order.
7. A Commission report will be given to the Legislature on the 2nd Legislative day of the Legislative year.

   (a) This report will be given to the Director of ADECA, Lt. Governor, Speaker of the House and the Legislative Oversight Committee.

C. Committees

1. The Commission may appoint standing and ad hoc committees as needed.
2. (a) The Commission shall organize and coordinate a non-profit tax deductible corporation to perform duties specified by the empowering Legislation. Such corporation's leadership shall be appointed by the Commission and serve at the Commission's pleasure.

   (b) Leadership will include a Chairman, Vice-Chairman, Secretary and Treasurer and be appointed by the resulting non-profit body by a majority vote of all members.

   (c) Members will be appointed for a four year rotation with the ability to be reappointed by the Commission.

   (d) All non-profit board members will serve without pay.

D. Meetings

1. Regular meetings shall be held once a quarter of the fiscal year.
2. Special meetings may be held at any time when called by the Chair or a majority of Board members. A one day notice must be given.
3. Meetings will be posted on the Secretary of State's website in accordance with the Open Meetings Act.
4. Agendas shall be provided at least seven days in advance.

E. Voting

1. (a) A majority of appointed board members constitutes a quorum. A quorum is defined as 50% plus one.

   (b) In absence of a quorum, no formal action shall be taken except to adjourn the meeting to a subsequent date.

2. Passage of a motion requires a simple majority of the appointed membership.
3. Proxy voting as deemed by the Open Meetings act can be used by a member by a letter, mailed by USPS or faxed.

E. Conflict of Interest

1. Any member of the board who has a financial, personal, or official interest in, or conflict (or appearance of a conflict) with any matter pending before the Board, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to the Board to voluntarily excuse him/herself and will vacate his seat and refrain from discussion and voting on said item.

F. Fiscal Policies

1. The fiscal year of the board shall be the same as the state's fiscal year, October 1 – September 30.

G. Amendments

1. These by-laws (operating procedures) may be amended by a two-third vote of Commission members present at any meeting, provided a quorum is present and provide a copy of the proposed amendment(s) to each Board member at least one week prior to said meeting.

H. Commission Membership:

1. The Commission shall serve without pay and consist of 12 members. Travel may be reimbursed.
2. Four (4) Commissioners will be appointed from the many varied trail user communities; two by the Governor, one by the Lieutenant Governor, one by the Speaker of the House.

3. Eight (8) members will be appointed one each from Alabama Department of Economic and Community Affairs, Alabama Department of Transportation, Tourism, Alabama Department of Conservation and Natural Resources, and one from the Governor's staff. One appointed by the Governor from the twelve regional planning councils on two-year rotation; one appointed by their respective bodies on two-year alternation between county and municipal governments and one appointed by Business Council of Alabama.
4. Commission members shall serve two year rotation with the ability to be reappointed for another two year rotation for a total of four years, maximum, unless original legislation specifically states otherwise.
5. Vacancies shall be filled by the original appointing authority.