

Amador Calaveras Consensus Group Memorandum of Agreement (MOA)

Approved By ACCG / September 2010

Purpose: The Amador Calaveras Consensus Group (ACCG) is a diverse community based collaborative effort working to create healthy forests and watersheds, fire-safe communities, and sustainable local economies. The Group operates within California's Amador and Calaveras Counties in and adjacent to the upper Mokelumne River watershed. The purpose of this Memorandum of Agreement (MOA) is to provide a framework between the members of the ACCG for working together. This MOA provides clarity of intent, shared vision, membership eligibility and accountability, and basic policies and procedures for key organizational functions.

Authority: This MOA is not intended to, and does not, impose any legally binding requirements on the individuals and entities that adopt and participate in this MOA. Participating in the deliberations, decisions and activities of the ACCG does not create a legal obligation for any of its participants. Members recognize and respect that each participant is first bound to their organization and within their organization's constraints bring what resources that they can to the Group's efforts. Signatories to this MOA do not assume liability for any third party claims for damages that arise out of this instrument. The only Authority binding members to the actions resulting from ACCG decisions is the force of good faith effort from each of the signatories.

Membership: Membership is open to all stakeholders be they individuals or organizations' signatories that live, work, manage public and/or private forest or watershed lands, or assist in local sustainability of the environment, community and economy. Membership requires signing a copy of the ACCG MOA and acceptance as a member by the Group at a regularly scheduled meeting. A member may leave the Group at any time and for any reason with a letter to the ACCG withdrawing from the MOA and Group participation. MOA member roles and responsibilities include, but not limited to, the Group's expectation that members:

- Attend ACCG meetings regularly, participate in Group deliberations and decisions, and as and when appropriate, involved in activities supported or sponsored by the ACCG.
- Treat others in the Group with respect and expect to be treated with respect.
- Work towards collaborative resolutions of Group issues.
- Share pertinent information with the Group, its workgroups and individual members.
- Assist in and advocate for achievement of the collaborative goals of the group.
- Share experience and expertise as a means of advancing the Group's common interests.
- Educate others in the community and member workplace on the Group and its activities.
- Support and share as appropriate and available resources for achieving the projects, initiatives, funding proposals, and related activities collaboratively approved by the ACCG.
- Voice opinions and concerns openly and listen to the opinions and concerns of others.

Modifications: Modifications within the scope of this MOA must be made by mutual consent of the parties, by the issuance of a written modification signed and dated by all properly authorized, signatory officials, prior to any changes being performed. Requests for modification should be made, in writing, at least 30 days prior to implementation of the requested change.

Expiration: This MOA is effective from the date of signature for a period of five years, at which time it will expire, unless extended by an executed modification, signed and dated by all properly authorized, signatory officials.

The ACCG Organization:

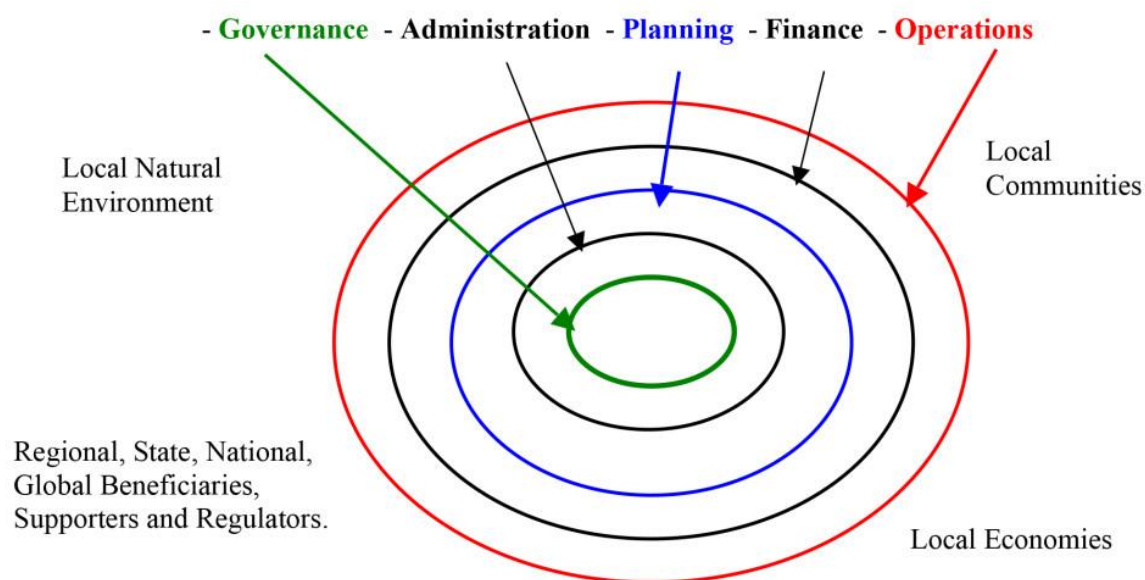
Mission

The Amador Calaveras Consensus Group is a community-based organization that promotes fire safe communities, healthy forests and watersheds and sustainable local economies.

Vision

The economies, natural environments and communities of Amador and Calaveras Counties are healthy and sustainable.

ACCG Organizational Functions



Governance

The governance function provides organizational strategic guidance, sets policy, approves strategies, evaluates general performance, resolves policy and procedural conflicts, and consolidates political differences into organizational policy development. The ACCG members' meeting is the governing body that is responsible for carrying out this function.

- ACCG deliberations and discussion occur in a meeting of the Group, in standing and ad hoc work-groups assigned by a meeting of the Group, and amongst members and other stakeholders between meetings.
- ACCG decisions occur only at a meeting duly noticed with an agenda sent to the MOA signatories and interested parties distribution list or other approved notification method.
- ACCG meetings are to consider items listed on an agenda with attached supporting material distributed at least five (5) days prior to the meeting.
- A meeting quorum is established when the ACCG required number of MOA signatories or representatives for a quorum attend the meeting.
- The meeting agenda is merely a method for the Group to provide an orderly meeting process and a meeting with a quorum may among other actions add to, change order, table or refer agenda items to a sub-group for deliberation and recommendation.

- Regularly scheduled ACCG meetings are held on the third Wednesday of every other month commencing at 9:30 a.m.; meeting months are January, March, May, July, September and November.
- The ACCG can schedule additional meetings of the Group when and if needed.
- Meetings are to alternate between sites in Amador and Calaveras counties. The Group at its discretion may change the regular meeting schedule, time and locations.
- Much of the work, deliberations and actions resulting from ACCG decisions occur between full Group meetings in standing and ad hoc work groups appointed as appropriate.
- Work group deliberations and recommendations are brought forth to the ACCG through the meeting agenda process.
- Standing Work Groups providing the routine organizational functions of the ACCG are Administration, Planning, Finance and Operations.
- ACCG meeting facilitation is rotated amongst willing MOA signatories or their representative; members sharing responsibility for facilitating meetings is encouraged.
- ACCG meetings are generally facilitated in an informal manner that encourages broad discussion and input. More formal facilitation occurs when and if appropriate for the topic and level of clarity needed for a full discussion in order to make a clear decision.
- Meeting attendees are expected to leave any animosity or antagonism at the door and to participate with respect for the rights of others.
- Attendees are never expected to abandon their core values nor leave them at the door.
- Agenda items and issues brought to the attention of a meeting may be discussed for general information, to coordinate resource and opportunities, or any other reason and not require the Group's approval by a formal consensus or vote.
- Attendees not MOA signatories or representative regularly participate in meeting deliberations, but they are not included in a canvass of positions for an ACCG decision.
- ACCG approval and decision-making has the following characteristics:
- If there is no objection meeting items discussed and considered routine or obvious may be stated as a Group action by the facilitator and noted for the minutes.
- After ACCG discussion and deliberation of an issue any member may make a motion for a consensus decision, a second by any other member is needed for consideration.
- If a motion is considered the meeting facilitator asks for and facilitates discussion on the motion, which is then approved, disapproved or referred to a work-group.
- When canvassed by the facilitator for a decision a member may approve, abstain, or disapprove of a consensus decision; all (100%) of members eligible to participate in the decision at a meeting must approve or abstain for a consensus approval decision.
- If extended deliberation is needed to benefit the decision on the motion the issue may be referred to a standing work group or an appropriate ad hoc group appointed to include at least the points of view represented by proponents, opponents and those neutral to meet and work out a resolution and recommendation for a future meeting.
- If disapproved the decision is so recorded in the meeting minutes.
- If a consensus decision is approved it is assigned a member or work-group to monitor implementation and make status reports to the Group at future meetings.
- The work group assigned a referred motion returns a recommendation whereby every reasonable effort is made to seek a solution crafted to achieve ACCG consensus.
- If the work group cannot with good faith effort craft a likely consensus it will develop an inventory report listing the strengths, weaknesses, opportunities and threats identified from their deliberations related to not finding a consensus resolution.

- The ACCG will consider work group recommendations on an agenda of a duly called meeting with a quorum and deliberations will result in a consensus decision of approval or disapproval; or, it may be sent back for another try at finding a solution.

As indicated, ACCG Governance is a function of the whole of MOA signatories conducted in scheduled meetings with a quorum facilitated by ACCG MOA members or representatives. All ACCG meetings are open to participation by interested stakeholders and community members in the Group's deliberations on any meeting topic. ACCG approved activities are carried out by the Group's members either individually or in partnerships.

Administration

The administrative function provides management for executing the policies and decisions of the governance function, assures documentation and management of the organizations' information and records, manages the balance between the organization's different functions, oversees accountability, develops and manages procedures for the policies and practices of the ACCG. It provides key coordination of communications and documentation through the management information system. The ACCG Administration Work Group is responsible for this organizational function. The Work Group consists of no fewer than five (5) willing signatories or representatives appointed by the ACCG members.

- Appointments are for one year and made at the last ACCG meeting of the year for the upcoming year.
- Individual work group members may be reappointed for continuity, however it is the intent of the Group to rotate standing work group appointments annually to share in the organization's support.
- For coordination and liaison three of the seven appointed administration work group members is also each an appointee to the Planning, Finance and Operations work groups.
- Similar to the full ACCG meetings, Administrative Work Group meetings and activities are not limited only to appointees directly responsible for the administrative function.
- One willing member of the administration work group will be responsible for taking ACCG meeting minutes and managing ACCG documents storage and access (i.e. signed MOAs, meeting minutes, agendas, reports, email distribution lists, etc.).
- The work group establishes its own meeting schedule as and when needed to coordinate development and timely distribution of ACCG meeting agendas.
- Agenda development includes but is not limited to collecting and reviewing supporting materials for agenda items, commenting on and/or recommending actions on items as appropriate, coordinating regular status and monitoring reports on ACCG approved standing or ad hoc work group activities.
- The administration work group also researches, deliberates and recommends on issues of policy, procedure and other items referred to it by the ACCG.
- The work group assesses meeting needs and provides appropriate space and technology for facilitating ACCG meetings.
- The Work Group resolve communications and coordination issues that may arise between work groups to minimize duplication of effort or working at cross purposes.
- The work group also recommends training activities to improve members' abilities to participate effectively and to be able to cooperatively self-organize projects that implement ACCG supported activities.

Planning

The planning function provides research and analysis for policy and program development, designs implementation projects consistent with approved policy and resources reasonably available, prepares

project proposals, drafts position papers and assesses opportunities. The Planning Work Group is responsible to the ACCG for this function. The Work Group consists of no fewer than three (3) willing signatories or representatives appointed by the ACCG.

- Appointments are for one year and made at the last ACCG meeting of the year for the upcoming year.
- Individual work group members may be reappointed for continuity, however it is the Group's intent to rotate standing work group appointments to share in the organization's support.
- The planning work group selects a willing member to represent the group as a member of the administration standing work group.
- Similar to the full ACCG meeting, Planning Work Group meetings and activities are not limited only to appointees specifically responsible to the full ACCG for this function.
- The work group establishes its own meeting schedule as and when needed to research, deliberate and recommend on issues of strategic and implementation planning, monitoring and evaluation for ACCG supported projects and other items referred to it by the Group.
- The work group assesses planning, monitoring, and evaluation needs and provides background and recommendations to ACCG meetings.
- They oversee and maintain a comprehensive ACCG public archive (database) of available information (e.g. reports, studies, plans, data, analysis, surveys, etc.) related to local healthy and sustainable natural environments, communities and economies.
- They assess and coordinate planning and reporting issues that may arise between projects to minimize duplication of effort or working at cross-purposes.
- The planning work group also acts as the liaison contact with regional, state, federal and corporate entities as appropriate for coordinating planning and research activities.
- They oversee a long-term ACCG effort to identify and/or develop metrics and best practices for monitoring and measuring local indicators for a healthy and sustainable equilibrium between local natural environments, communities and economies.
- The work group seeks and shares information about funding opportunities applicable to initiatives or project plans supported by the ACCG.

Finance

The finance work group provides assistance with fundraising, accounting and auditing issues, fiscal reporting, determines financing requirements for ACCG initiatives and similar questions of fiscal transparency and accountability. The Finance Work Group consists of no fewer than three (3) willing signatories or representatives appointed by the Group.

- Appointments are for one year and made at the last ACCG meeting of the year for the upcoming year.
- Individual work group members may be reappointed for continuity however, it is the intent of the Group to rotate standing work group appointments annually to share in the organization's support.
- The finance work group selects a willing member to represent the group as a member of the administration work group.
- Similar to the full ACCG meeting, work group meetings and activities are not limited only to appointees specifically responsible to the full ACCG for its finance function.
- The work group establishes its own meeting schedule as and when needed.
- The work group also assesses finance, valuation, and accountability needs of ACCG supported activities.

- They are available to assess and facilitate collaborative resolution of financing and accounting issues that may arise between ACCG supported projects to minimize duplication of effort or working at cross-purposes.
- The finance work group oversees a long-term ACCG effort to identify and/or develop metrics and best practices for valuing, accounting for and financing sustainability and a healthy financial and accountable equilibrium between local natural environments, communities and economies.

Operations

The operations function are the practical work of applying effective processes to tasks that when successfully accomplished result over time in the organization's purpose and desired strategic outcomes. The Operations Work Group is responsible to the ACCG for this organizational function. The Work Group consists of no fewer than three (3) willing signatories or representatives appointed by the ACCG.

- Appointments are for one year and made at the last ACCG meeting of the year for the upcoming year.
- Individual work group members may be reappointed for continuity however it is the intent of the Group to rotate standing work group appointments to share in the organization's support.
- The operations work group selects a willing member to represent the group in the administration work group.
- Similar to the full Group, work group meetings and activities are not limited only to appointees specifically responsible to the full ACCG for the operations function.
- The work group establishes its own meeting schedule as and when needed to research, deliberate and recommend on issues of operations and best practices in ACCG activities.
- The work group monitors the activities of the practical work done to implement ACCG initiatives or supported projects.
- They oversee a long-term project of the ACCG for assessing and sharing operational continuous quality improvement (CQI) resources for members to share, learn from and improve cooperative self-organizing of projects intended to improve the health and sustainability of local natural environment, community or economies

Authorized Representatives: By signature below, each party certifies that the individuals listed in this document as representatives of the individual parties are authorized to act in their respective areas for matters related to this MOA. In witness whereof, the parties hereto have executed this MOA.

ACCG MOA Signatories:

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GLOSSARY: The words or special phrases used in this MOA have the following meanings:

- **Abstain:** To refrain from or stand aside from participation in either support or opposition to a canvass or vote of ACCG signatories for approval or disapproval on an issue under consideration for Group decision.
- **ACCG (or the Group):** Amador Calaveras Consensus Group herein means all of the signatories to the ACCG Memorandum of Agreement (MOA), or a quorum of members of signatories in a meeting duly noticed to all signatories.
- **Action Minutes:** A record of the deliberations and actions occurring at an ACCG, or Group appointed work group. Action minutes do not attempt to transcribe discussion but to record topics discussed, a summary of items/ideas/issues raised in the discussion, and the action taken.
- **Administration:** An ACCG standing Work Group that provides oversight for executing the policies and decisions of the Group governance function, assures documentation and management of the organization's information and records, manages the balance between functions, oversees accountability, develops and manages procedures for implementing policy and practices of the ACCG and the organization's approved or supported activities.
- **Approve:** Any routine or obvious meeting action noted, after deliberation and without objection, by the meeting facilitator as a Group action to be noted in the minutes. Or an approval by ACCG signatories in a canvass by the meeting facilitator which requires 100% of signatories or meeting quorum to take a position to approve or abstain.
- **Authority:** The confluence of moral, political, legal, economic and policy conditions that sanction the signatories' willingness to participate in the community collaboration described in the ACCG Memorandum Of Agreement; the good faith effort of the ACCG MOA signatories and their representatives.
- **Collaborative:** A Group of stakeholders that work jointly and cooperatively, within the framework of the ACCG MOA, in a common endeavor to create the local conditions and acquire the resources needed to realize the Group's shared Mission and Vision.
- **Cooperate / Cooperative:** Marked by ACCG participants working or acting together in a common effort for mutual benefit.
- **Disapprove:** When a decision by ACCG signatories in a canvass by the meeting facilitator fails to gain 100% of signatories or a meeting quorum's support it is disapproved.
- **Ecological Restoration:** The process of assisting the recovery of resilience and adaptive capacity of ecosystems that have been degraded, damaged, or destroyed. Restoration focuses on establishing the composition, structure, pattern, and ecological processes necessary to make terrestrial and aquatic ecosystems sustainable, resilient, and healthy under current and future conditions.
- **Ecosystem:** A spatially explicit, relatively homogeneous unit of the earth that includes all interacting organisms and components of the abiotic environment within its boundaries — *note* an ecosystem can be of any size, e.g., a log, pond, field, forest, or the earth's biosphere. For the ACCG the upper scale of nested ecosystems of concern is the whole of the upper Mokelumne River watershed and the lower scale is any size of forest stand, meadow or reach of riparian corridor in or immediately adjacent to the upper Mokelumne River watershed; it is framed to include the natural environment, community and economy.
- **Forest Health:** The perceived condition of a forest derived from concerns about such factors as its age, structure, composition, function, vigor, presence of unusual levels of insects or disease, and resilience to disturbance — *note* perception and interpretation of forest health are influenced by individual and cultural viewpoints, land management objectives, spatial and temporal scales, the relative health of the stand that comprise the forest, and the appearance of the forest at a point in time.

For the ACCG Forest Health will have the same meaning and intent as provided by the intent and content of the Healthy Forests Restoration Act of 2003.

- **Governance:** The whole ACCG or a meeting quorum provides governance through organizational strategic guidance, setting policy, approving strategies, evaluating general performance, resolving policy and procedural conflicts, consolidating political differences into ACCG policy development. The Group's governance process is documented in the MOA for managing its activities, making and executing decisions, resolving conflicts, and similar agreements on purpose and behavior.
- **Finance:** An ACCG standing work group that provides oversight for the financial function, oversees accounting, evaluates fiscal accountability, researches and analyzes available financing and funding for Group. The finance work group oversees a long-term ACCG effort to identify and/or develop metrics and best practices for valuing, accounting for and financing sustainability and a healthy financial and accountable equilibrium between local natural environments, communities and economies.
- **Local:** For the ACCG MOA local means the upper Mokelumne River Watershed and immediately adjacent lands in Amador and Calaveras counties and the natural environment, communities and economies within this area.
ACCG understands local to be a nested concept and local for the Group is nested in the Central Sierra sub-region of the larger Sierra Nevada Region, which is nested as a significant region of the State of California, which is a political entity nested in the national entity of the United States which is then a part of the greater international community.
- **Member:** An individual or representative of an organization that has signed and participates in the ACCG MOA and its activities.
- **Operations:** An ACCG standing work group that provides monitoring of the activities of practical work that result from Group decisions and actions over time. The work group oversees a long-term project of the ACCG for assessing and sharing operational continuous quality improvement (CQI) resources for members to share, learn from and improve cooperative self-organizing of projects intended to improve the health and sustainability of local natural environment, community or economies.
- **Planning:** An ACCG standing work group that provides research and analysis for planning and program development, helps design implementation projects consistent with approved policy and resources reasonably available, helps prepare funding and project proposals, drafts position papers, assesses opportunities. The work group oversees a long-term ACCG effort to identify and/or develop metrics and best practices for monitoring and measuring local indicators of sustainability for a healthy equilibrium between local natural environments, communities and economies.
- **Quorum:** The number of ACCG MOA signatories (members) needed in an assembly (meeting) to transact business – make decisions for the Group. The number of signatories needed for a quorum is developed by the Administrative Work Group and recommended to the ACCG. The ACCG approves the number of members or representatives needed for quorum.
- **Regional / Sub-Regional:** For ACCG the local area of operations for the Group is a part of the Central Sierra Nevada sub-region that is a part of the Region of the Sierra Nevada, a significant region for the State of California.
- **Regular meeting attendance:** The specific meaning of regular ACCG meeting attendance in terms of frequency of absences (e.g. three subsequent meetings missed) and other characteristics defining regular attendance is developed and recommended by the Administrative Work Group for approval by the ACCG.

- **Stakeholder:** An individual or organization (public or private) with an interest in and willingness to participate in and support the ACCG and/or its approved activities for local sustainability.
- **Sustainable / Sustainability:** Meeting needs of the present generation without compromising the ability of future generations to meet their needs. Sustainability is composed of desirable social, economic, and ecological conditions or trends interacting at varying scales of space and time.
- **Watershed:** A region or area of land bounded peripherally by a water parting and draining to a particular watercourse or body of water; smaller watersheds are nested into larger watersheds. The upper Mokelumne River watershed, its sub-watersheds and the overlapping contiguous area of adjacent watersheds is the primary area of interest and attention for the ACCG.
- **Work-group:** Appointed by the ACCG and similar to a committee or sub-committee, but with expectation of doing the productive work needed to provide common organizational functions such as administration, planning, finance and operations, or ad hoc work groups for either unique special issues or those determined to be outside the purview of a standing work group.