



# Great Lakes Wind Collaborative Charter

## **I. Mission**

The Great Lakes Wind Collaborative (GLWC) is a multi-sector coalition of wind energy stakeholders working to facilitate the sustainable development of wind power in the binational Great Lakes region. The GLWC aims to build consensus on identifying and addressing issues affecting the planning, development, and operation of wind power facilities in the Great Lakes region. The GLWC provides a forum for dialogue and an opportunity for analysis and exchange of information among key its members who include representatives from a broad spectrum of interests. Information about the GLWC shall be available on the GLWC website [www.glc.org/energy/wind](http://www.glc.org/energy/wind).

## **II. Operating Principles**

The GLWC strives for a broad, balanced membership. The GLWC includes wind energy supporters as well as those who see potential concerns with development. Members provide diverse perspectives and represent a wide array of societal sectors and work to achieve the mission as stated in Section I above.

The GLWC is committed to working by consensus of its members. The organization and its members recognize that the credibility and authority of GLWC work products derive from the fact that they were developed through the cooperative efforts of a wide range of concerns and perspectives. All committees and their members will make decisions and take positions by consensus. The GLWC defines consensus as overwhelming agreement among GLWC members attained through a good-faith effort to meet the interests of all stakeholders. The key indicator of whether or not consensus has been reached is that everyone agrees they can live with the final proposal, after every effort has been made to meet any outstanding interests. Consensus means that all Committee members can accept a decision being considered by the committee members.

Decisions made by the GLWC are advisory and do not necessarily reflect the opinions or positions of the individual agencies, organizations or companies that are represented on the GLWC. As such, decisions of the GLWC shall not prevent or preclude a GLWC member organizations, agencies or companies from taking positions that differ from those of the GLWC to further their employing agency's, organization's, or company's mission or mandate.

Quarterly updates on GLWC activities shall be posted for public viewing via the GLWC web site.

### **III. Structure**

The GLWC is comprised of a three-tiered structure to achieve the GLWC's stated mission:

- Wind Stakeholders to allow broad participation by all interested parties;
- Work Groups to focus on particular GLWC priorities;
- Steering Committee, with representatives from the diverse stakeholders groups, to provide guidance and feedback to workgroups and serve as the governing body for the GLWC

#### **A. Wind Stakeholders**

The Wind Stakeholder group is the broadest membership group of three categories of participation in the GLWC. This group is comprised of individuals who agree with the mission of the Wind Collaborative as stated above, have an interest in keeping abreast of the work of the GLWC and who would like to provide input into GLWC priorities and activities, but do not want to make a commitment to active or regular participation in GLWC activities. These individuals will be sent periodic updates on GLWC work and will be asked to provide general feedback on and input into GLWC work plans, but will not necessarily be involved in implementing the work. An exception can be made when a wind stakeholder has been invited to or has requested to participate in a special work group because of his/her interest or expertise. Anyone can become a wind stakeholder by registering on the GLWC web site at [www.glc.org/energy/wind](http://www.glc.org/energy/wind).

#### **B. Workgroups**

##### *1. Formation and Purpose.*

Workgroups may be formed by the Steering Committee on an as-needed basis to address specific priorities, discuss issues, develop recommendations, and/or carry out particular activities that support the GLWC's objectives. Workgroups may be ongoing (Standing Workgroup) or have a limited term (Ad-Hoc Workgroup) based on their charge, which will be determined upon their establishment.

Resources permitting, members of the Standing Workgroups will have regular workgroup calls and assist the Steering Committee with developing the annual workplan.

##### *2. Workgroup Chair*

Each workgroup shall have a chair(s) chosen from the members of the Steering Committee who will lead the activities of the workgroup. Workgroup chairs shall be responsible for representing the workgroup at Steering Committee meetings, moderating workgroup calls,

producing and publishing a project schedule and timeline, and ensuring appropriate review and when necessary formal endorsement of workgroup activities and products by the Steering Committee. Workgroup chairs shall strive to ensure full and fair participation in workgroup activities and product development by all workgroup members. In the event that Co-Chairs are designated for a workgroup, both Co-Chairs are equally responsible for fulfilling the duties of the Chair.

### 3. *Workgroup Membership*

In addition to the Chair, each workgroup shall be comprised of Wind Stakeholders and other interested parties with an interest or expertise related to the focus of the workgroup. An individual or organization who is a general Wind Stakeholder may become involved in a work group for one specific project, workshop or other activity. Workgroup composition shall be approved, through consensus, by the Steering Committee.

Lack of participation in three consecutive meetings shall be cause for consideration of removal from a workgroup.

### 4. *Approval of Workgroup Products/Outcomes*

Workgroup chairs shall present workgroup outcomes or products to the Steering Committee for review, input and approval. The Steering Committee may suggest additional work or refinement to a workgroup product/outcome. Formal endorsement of GLWC workgroup products are subject to the approval of the Steering Committee. If the group cannot reach consensus on a particular issue, the workgroup will elevate the issue to the Steering Committee to seek consensus. Where consensus cannot be reached, co-chairs can call for a super-majority (two-thirds) vote to move a decision forward.

## **C. Steering Committee**

### 1. *Roles and Responsibilities*

The Steering Committee is the governing board of the GLWC. Steering Committee members are charged with appropriately representing their sectors' broadest interests on all GLWC activities. Included in this charge is the responsibility to:

- serve as a liaison between the GLWC and their agency, organization or company, including:
  - keeping their agency/company/organization informed of GLWC activities;
  - keeping other Committee members informed in advance about major activities within their sector that may affect GLWC activities; and
  - bringing views of their sector groups to the Committee process
- attend a majority of GLWC Steering Committee bi-monthly conference calls;
- participate in the planning of and attend the GLWC annual meeting;

- provide an update of their sector's activities at the annual meeting and annual webinar
- contribute to at least one substantive GLWC project, meeting, workshop, or product on an annual basis;
- review and approve the GLWC work plan and budget to support it on an annual basis;
- assist staff in fundraising efforts
- lead and participate in workgroups relating to projects of special interest
- make timely decisions regarding GLWC products and activities [e.g., publishing documents, public outreach, content of formal positions or statements and approving announcements (e.g., to the public or the press) on behalf of the GLWC;
- work with Commission staff to develop funding proposals and identify appropriate funding sources to support the work of the GLWC

## 2. *Operations*

Steering Committee members shall strive to maintain their individual membership in “good standing” as described below. The Steering Committee shall convene by conference call on a bi-monthly (every other month) basis and as needed. Decisions can be made by a quorum of the Committee present during a meeting or call. A quorum shall be present when at least 25 percent of the appointed members are present and which represent at least five of the nine sectors. Where a quorum is not present, either or both Co-Chairs can call for an affirmative approval by a quorum of the Steering Committee via email. Between meetings, the Steering Committee will communicate primarily through email. For products requiring formal approval, Steering Committee members shall be given at least ten business days to respond. Products requiring a signature would require a formal response by at least one Steering Committee co-chair.

The Steering Committee shall employ a consensus-based approach to developing priorities, conducting day to day operations, and resolving disparate opinions. A consensus approach involves a commitment to work toward the positive resolution of disputes concerning project content, including an obligation to offer acceptable alternatives to portions of documents that the member cannot accept with the goal of producing products that truly reflect group consensus. Where consensus cannot be reached, Steering Committee Co-chairs can call for a super-majority (two-thirds) vote to move a decision forward.

## 3. *Ad-hoc Committees*

When there is a need to address a specific issue of high importance (e.g. major charter revisions, formal correspondence on a topic of contention, attend meetings with federal officials), an ad-hoc subcommittees of Steering Committee members may be formed with at least one Steering Committee Co-Chair. Decisions made by the committee shall be reviewed and approved by consensus of the full Steering Committee.

## 4. *Leadership*

The Steering Committee shall be chaired by two elected (2) Co-Chairs who serve staggered two (2) year terms and represent different sectors from the membership, at least one of which who shall represent the public sector. Efforts shall be made to have one Canadian and one U.S. co-chair. Duties of the Steering Committee Co-Chairs include presiding over Steering Committee meetings and conference calls, working closely with GLWC staff on administrative matters pertaining to the regular operations of the GLWC including reviewing and approving meeting agendas, and making decisions that require short turnaround, such as funding proposals, and press releases. In the event both Co-Chairs are not available for a decision, a decision that requires timely action can be made by a single Co-Chair. Decisions made by Co-Chairs shall be communicated within 2 working days (by the Co-Chairs or staff) to the full Steering Committee. Other decisions that are less time sensitive shall be put before the full Steering Committee for approval.

#### 5. *Structure and Terms of Appointment*

The Steering Committee will consist of representatives of various agencies, organizations and groups as outlined below. Geographic diversity shall be sought for sector representation on the Steering Committee. Collectively, Steering Committee members should bring policy and technical experience to the GLWC. Membership from each sector is to be representative of all GLWC stakeholders to ensure balance and adherence to the GLWC mission. The Steering Committee shall be comprised of representatives from the following sectors.

**Federal representatives:** One (1) representative may be appointed from each of the following agencies and shall serve in perpetuity or for a specific period of time as communicated by the appointing agency.

- U.S. Army Corps of Engineers (U.S. ACE)
- U.S. Department of Energy: National Renewable Energy Laboratory
- U.S. Department of the Interior: Fish & Wildlife Service (U.S. FWS)
- U.S. Environmental Protection Agency (U.S. EPA)
- U.S. National Oceanic and Atmospheric Administration (NOAA)
- U.S. Department of Agriculture
- Natural Resources Canada
- Fisheries and Oceans Canada
- Environment Canada: Canadian Wildlife Service
- Agriculture and Agrifood Canada

**State/provincial representatives:** Up to two (2) representatives may be appointed from the following jurisdictions. Appointments shall be made by the state or provincial chair of the delegation the Great Lakes Commission and shall serve in perpetuity or for a specific period of time as communicated by the appointing agency. States and provinces may designate up to two representatives to ensure each state/province's environmental, energy and/or economic interests are represented.

- State of Illinois

- State of Indiana
- State of Michigan
- State of Minnesota
- State of Ohio
- State of New York
- Province of Ontario
- Commonwealth of Pennsylvania
- Province of Québec
- State of Wisconsin

Each of the following member shall serve 4 year terms. Half of each sector's initial members shall agree to serve 2 year terms so that the sectoral representatives eventually stagger every two years.

**Tribal/First Nations**<sup>1</sup>: Up to two (2) representatives may be appointed. One (1) member representing Great Lakes tribes and one (1) member representing Great Lakes First Nations.

**Municipal interests**: Up to two (2) representatives (e.g. city, county or regional planning organization).

**Academic Interests**: Up to four (4) representatives from various academic institutions.

**Electric utilities**: Up to two (2) representatives (e.g., electric cooperatives, investor-owned utilities).

**Environmental and conservation not for profit organizations (ENGO's)**: Up to six (6) representatives (e.g., conservation/wildlife groups).

**Trade associations and not for profit organizations and/or associations**: Up to four (4) representatives (e.g., associations with an interest in wind energy and renewable energy advocates).

**Wind industry**: Up to four (4) representatives (e.g., developers, manufacturers, suppliers).

**At Large Members**: Up to two (2) representatives who do not represent one of the above sectors but bring unique perspectives and/or experience.

**Observers**: Up to two (2) representatives who do not have decision-making authority but may provide insight and input into the direction of the GLWC, may be nominated by any Steering Committee member and approved by the Steering Committee.

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<sup>1</sup> Recognizing Tribes and First Nations are sovereign governments, terms are by appointment and limited to ensure the various tribes and First Nations in the Great Lakes region each have an equal opportunity to participate on the GLWC Steering Committee.

GLWC Steering Committee Terms of Service (years)										
Federal	State/Provincial	Tribal	Municipal	Academic	Elec. Utilities	ENGO's	Trade Assoc.	Wind Industry	At-Large	Observer
In perpetuity/ appointment	In perpetuity/ appointment	4	4	4	4	4	4	4	4	4

6. *New Members*

The GLWC may expand its Steering Committee membership, upon consensus, to other agencies, organizations or groups.

7. *Alternates*

Regular Steering Committee members may designate an “Alternate” member who can serve on the GLWC Steering Committee on behalf of regular members when that member is unavailable to participate in regular GLWC meetings or other relevant GLWC initiatives. Alternate members should be of the same organization, agency, company or sector to the extent possible. Alternates serve the same term as the regular member. The appointment can be renewed or changed as appropriate. It is the responsibility of regular Steering Committee members to keep their alternates informed of GLWC activities and decisions and for alternates to report to the Steering Committee members when they have participated in GLWC activities on their behalf.

8. *Withdrawals*

Any member wishing to withdraw from the Steering Committee shall give the group reasons for withdrawing. The Steering Committee will work with the appropriate stakeholder group and GLWC staff to nominate an appropriate replacement. Nominations for new members are subject to the approval of the full Steering Committee.

9. *Members of Good Standing and Non-Participation*

In agreeing to represent their agency/organization as a member of the GLWC, individuals are responsible for complying with the aforementioned GLWC principles. To be in good standing, Steering Committee members should make a good faith effort to attend GLWC meetings/webinars and conference calls whenever possible; attendance by an alternate will count as participation. A member’s good standing will be in jeopardy when he/she is has not participated in three or more consecutive meetings without communicating a reasonable cause to the GLWC Staff or Steering Committee Co-Chairs.

Participation by GLWC Steering Committee members will be periodically reviewed. In cases of persistent inactivity, the Steering Committee or the Co-Chairs may, at their discretion, follow up to determine reasons for inactivity, request that an alternate individual be identified to serve and/or to recommend a satisfactory replacement. If an appropriate representative cannot be identified to serve, the position will remain vacant until an appointment is made.

**D. Nominations and Elections**

1. *Nominating Committee*

At least three months prior to the Annual Meeting in years when terms are due to expire, Steering Committee Co-chairs shall establish an ad-hoc Nominating Committee from the Steering Committee members. The Nominating Committee will consist of a minimum of three members: the immediate past chair, one of the existing co-chairs. At least one member of the Nominating Committee shall be from the U.S. and at least one shall be from Canada. Other members may be added at the discretion and by joint agreement of the GLWC Co-chairs. The Nominating Committee will prepare a list of candidates eligible to fill open Steering Committee spots for the next term, including the seat for the outgoing GLWC Co-Chair and sector representatives (i.e. non-federal, state and provincial representatives). Individuals considered for nominations should meet general membership criteria including, among others, wind energy expertise, willingness to serve, appropriate experience, ability to attend regular GLWC meetings, committee meetings and other GLWC initiatives, and serving as a member in good standing.

2. *Sector Representatives*

Except for the federal and state/provincial representatives whose appointments are detailed above, all other sector members of the Steering Committee shall be made by appointment of the Steering Committee. The Nominating Committee shall present the nominations to the Steering Committee for approval by consensus.

3. *Election of Co-Chairs*

One Steering Committee Co-Chairs shall be elected annually prior to the GLWC annual meeting. The Co-Chair elections shall be staggered so that only one co-chair position is changed each year. The Nominating Committee shall present the candidates for co-chair to GLWC Staff who shall administer an online (electric) ballot to the full Steering Committee. Election to a co-chair position is based on a simple majority of electronic votes cast by GLWC Steering Committee membership. The new Co-Chair will assume his or her positions at the start of the annual meeting.

4. *Mid-Term Election of Co-Chair*

In the event of a mid-term vacancy in a co-chair position [more than three (3) months before that Co-Chair's position was to expire], a special nominating committee shall be established and a mid-term election will be held; a mid-term elected Co-Chair will assume his/her position immediately.

**IV. Workplan and Budget**

A. *Fiscal Cycle*

The GLWC fiscal cycle runs from July 1 to June 30.

## *B. Workplan and Budget Development*

An annual workplan and budget shall be developed for general operations and for each standing workgroup. At least three months prior to the start of the new fiscal year, the Steering Committee shall form a Workplan Committee consisting of at least one GLWC Co-Chair and the Chairs of each of the workgroups; other Steering Committee members may join if interested. The Workplan Committee will solicit ideas from GLWC workgroups and stakeholders to identify regional priorities related to wind energy. Staff shall work with the Workplan Committee to refine the priorities and develop a draft GLWC workplan that reflects a workgroup-specific review of and feedback on the regional priorities and that is commensurate with available funds.

The Steering Committee shall review the workplan draft and approve the final workplan and associated budget.

## **V. Responsibilities of the Great Lakes Commission (Commission)**

The Commission will provide secretariat services to the GLWC pursuant to a memorandum of understanding (MOU). The Commission staff will provide staff support in the areas of project administration, membership recruitment, work team support, financial management, logistics support, meeting facilitation, data management, web site design and management, research, report production, communication and information services, and public liaison. The Commission staffing commitment to the GLWC will be contingent upon an accepted work plan and available funding resources. The Commission will work with the GLWC Steering Committee to develop an annual work plan and budget consistent with available funds. The Commission will report quarterly to the Steering Committee on financial operations of the GLWC. All GLWC records maintained by the Commission shall be available to the GLWC Steering Committee upon request.

## **VI. Protocol for Development, Review and Release of GLWC Documents**

One of the GLWC's primary functions is the production and dissemination of informational documents on key topics associated with wind power. It is GLWC's intent that all documents be of high quality and integrity, ensured by thorough and rigorous review of all information and conclusions presented.

All published documents and positions released by Commission staff on behalf of the GLWC must first be vetted through the Steering Committee for comment and approval..

## **VII. Agreement**

Members of the Great Lakes Wind Collaborative agree to participate in GLWC activities and will operate under the terms set forth in this Charter. Participation is subject to each participating organization's budget constraints and type of membership. This Charter is not intended to commit members or the group's operations to specific funding levels.

Organizations can terminate their participation at any time by notifying the Steering Committee Co-Chairs and Great Lakes Commission staff 60 days in advance of the termination. This Charter shall be effective for five years from the date of ratification below.

### **VIII. Amendment**

This document may be amended at any time as necessary by consensus of the Steering Committee. In the case of major revisions and ad-hoc subcommittee of the Steering Committee may be formed as detailed above.

### **IX. Ratification**

Herewith, this document officially amends the original charter this 16th day June, 2010 by consensus of the Great Lakes Wind Collaborative Steering Committee.