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Form 990

Return of Organization Exempt From Income Tax

2008

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

► The organization may have to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection

A For the 2008 calendar year, or tax year beginning 10-01-2008 and ending 09-30-2009

B Check if applicable
 Address change
 Name change
 Initial return
 Termination
 Amended return
 Application pending

Please use IRS label or print or type. See Specific Instructions.

C Name of organization CLINCH-POWELL R&D COUNCIL	
Doing Business As	
Number and street (or P O box if mail is not delivered to street address) PO BOX 379	Room/suite
City or town, state or country, and ZIP + 4 RUTLEDGE, TN 37861	

D Employer identification number

62-1396815

E Telephone number

(865) 828-5927

G Gross receipts \$ 2,520,120

F Name and address of Principal Officer
CHERRY ACUFF
PO BOX 379
RUTLEDGE, TN 37861

H(a) Is this a group return for affiliates? Yes No

H(b) Are all affiliates included? Yes No
(If "No," attach a list. See instructions.)

H(c) Group Exemption Number ►

I Tax-exempt status 501(c) (3) ► (insert no) 4947(a)(1) or 527

J Web site: ► www.clinchpowell.net

K Type of organization Corporation trust association other ►

L Year of Formation 1990

M State of legal domicile TN

Part I Summary

1 Briefly describe the organization's mission or most significant activities To promote, conserve and enhance the surrounding region. See page 2
2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its assets
3 Number of voting members of the governing body (Part VI, line 1a)
4 Number of independent voting members of the governing body (Part VI, line 1b)
5 Total number of employees (Part V, line 2a)
6 Total number of volunteers (estimate if necessary)
7a Total gross unrelated business revenue from Part VIII, line 12, column (C)
b Net unrelated business taxable income from Form 990-T, line 34

8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
9 Program service revenue (Part VIII, line 2g)	2,089,542	1,602,342
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	1,311,354	581,709
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	11,313	18,672
12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	3,367	147,936
	3,415,576	2,350,659

13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	29,951	13,001
14 Benefits paid to or for members (Part IX, column (A), line 4)		0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	504,043	771,827
16a Professional fundraising fees (Part IX, column (A), line 11e)		0
b (Total fundraising expenses, Part IX, column (D), line 25 2,179)		
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	1,662,738	913,432
18 Total expenses—add lines 13-17 (must equal Part IX, line 25, column (A))	2,196,732	1,698,260
19 Revenue less expenses Subtract line 18 from line 12	1,218,844	652,399

20 Total assets (Part X, line 16)	Beginning of Year	End of Year
21 Total liabilities (Part X, line 26)	3,841,239	4,470,973
22 Net assets or fund balances Subtract line 21 from line 20	753,168	1,007,132
	3,088,071	3,463,841

Part II Signature Block

Please Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge		
	*****	2010-06-09	Date
	Signature of officer		
	CHERRY ACUFF CHAIR		
	Type or print name and title		

Paid Preparer's Use Only	Preparer's signature ► SARA H KNIGHT	Date 2010-06-15	Check if self-employed ► <input checked="" type="checkbox"/>	Preparer's PTIN (See Gen Inst)
	Firm's name (or yours if self-employed), address, and ZIP + 4 ► SARA H KNIGHT CPA 425 MEADOWBREEZE RD CORYTON, TN 37721		EIN ►	Phone no ► (865) 992-6187

May the IRS discuss this return with the preparer shown above? (See instructions) Yes No

Part IV Checklist of Required Schedules

1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A

2 Is the organization required to complete Schedule B, Schedule of Contributors?

3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I

4 Section 501(c)(3) organizations Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II

5 Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? If "Yes," complete Schedule C, Part III

6 Did the organization maintain any donor advised funds or any accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I

7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," complete Schedule D, Part II

8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III

9 Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV

10 Did the organization hold assets in term, permanent, or quasi-endowments? If "Yes," complete Schedule D, Part V

11 Did the organization report an amount in Part X, lines 10, 12, 13, 15, or 25? If "Yes," complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable

12 Did the organization receive an audited financial statement for the year for which it is completing this return that was prepared in accordance with GAAP? If "Yes," complete Schedule D, Parts XI, XII, and XIII

13 Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E

14a Did the organization maintain an office, employees, or agents outside of the U.S.?

b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the U.S.? If "Yes," complete Schedule F, Part I

15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Part II

16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Part III

17 Did the organization report more than \$15,000 on Part IX, column (A), line 11e? If "Yes," complete Schedule G, Part I

18 Did the organization report more than \$15,000 total on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II

19 Did the organization report more than \$15,000 on Part VIII, line 9a? If "Yes," complete Schedule G, Part III

20 Did the organization operate one or more hospitals? If "Yes," complete Schedule H

21 Did the organization report more than \$5,000 on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II

22 Did the organization report more than \$5,000 on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III

23 Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5? If "Yes," complete Schedule J

24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer questions 24b-24d and complete Schedule K. If "No," go to question 25

b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?

c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?

d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?

25a Section 501(c)(3) and 501(c)(4) organizations Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I

b Did the organization become aware that it had engaged in an excess benefit transaction with a disqualified person from a prior year? If "Yes," complete Schedule L, Part I

26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If "Yes," complete Schedule L, Part II

27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, or substantial contributor, or to a person related to such an individual? If "Yes," complete Schedule L, Part III

	Yes	No
1	Yes	
2	Yes	
3		No
4		No
5		
6		No
7	Yes	
8		No
9	Yes	
10	Yes	
11	Yes	
12	Yes	
13		No
14a		No
14b		No
15		No
16		No
17		No
18		No
19		No
20		No
21	Yes	
22		No
23		No
24a		No
24b		
24c		
24d		
25a		No
25b		No
26		No
27		No

Part IV Checklist of Required Schedules (Continued)

28 During the tax year, did any person who is a current or former officer, director, trustee, or key employee

- a** Have a direct business relationship with the organization (other than as an officer, director, trustee, or employee), or an indirect business relationship through ownership of more than 35% in another entity (individually or collectively with other person(s) listed in Part VII, Section A)? If "Yes," complete Schedule L, Part IV
- b** Have a family member who had a direct or indirect business relationship with the organization? If "Yes," complete Schedule L, Part IV
- c** Serve as an officer, director, trustee, key employee, partner, or member of an entity (or a shareholder of a professional corporation) doing business with the organization? If "Yes," complete Schedule L, Part IV

29 Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M

30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M

31 Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I

32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II

33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations section 301 7701-2 and 301 7701-3? If "Yes," complete Schedule R, Part I

34 Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1

35 Is any related organization a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2

36 501(c)(3) organizations Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2

37 Did the organization conduct more than 5 percent of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI

	Yes	No
28a		No
28b		No
28c		No
29	Yes	
30		No
31		No
32		No
33		No
34	Yes	
35	Yes	
36		No
37		No

Part V Statements Regarding Other IRS Filings and Tax Compliance

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096, <i>Annual Summary and Transmittal of U.S. Information Returns</i> . Enter -0- if not applicable	1a	22
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	Yes
2a	Enter the number of employees reported on Form W-3, <i>Transmittal of Wage and Tax Statements</i> filed for the calendar year ending with or within the year covered by this return	2a	79
2b	If at least one is reported in 2a, did the organization file all required federal employment tax returns? <i>Note: If the sum of lines 1a and 2a is greater than 250, you may be required to e-file this return.</i>	2b	Yes
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	3a	No
3b	If "Yes," has it filed a Form 990-T for this year? <i>If "No," provide an explanation in Schedule O</i>	3b	
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a	No
4b	If "Yes," enter the name of the foreign country _____ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts .	4b	
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a	No
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b	No
5c	If "Yes," to 5a or 5b, did the organization file Form 8886-T, <i>Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction</i> ?	5c	
6a	Did the organization solicit any contributions that were not tax deductible?	6a	No
6b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b	
7	<i>Organizations that may receive deductible contributions under section 170(c).</i>	7a	No
7a	Did the organization provide goods or services in exchange for any quid pro quo contribution of \$75 or more?	7a	
7b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b	
7c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c	No
7d	If "Yes," indicate the number of Forms 8282 filed during the year	7d	
7e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e	No
7f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f	No
7g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?	7g	
7h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?	7h	
8	<i>Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.</i> Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	8	No
9	<i>Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds.</i>	9a	
9a	Did the organization make any taxable distributions under section 4966?	9a	No
9b	Did the organization make a distribution to a donor, donor advisor, or related person?	9b	No
10	<i>Section 501(c)(7) organizations.</i> Enter	10a	
10a	Initiation fees and capital contributions included on Part VIII, line 12	10a	
10b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b	
11	<i>Section 501(c)(12) organizations.</i> Enter	11a	
11a	Gross income from members or shareholders	11a	
11b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b	
12a	<i>Section 4947(a)(1) non-exempt charitable trusts.</i> Is the organization filing Form 990 in lieu of Form 1041?	12a	
12b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b	

Part VI Governance, Management, and Disclosure (Sections A, B, and C request information about policies not required by the Internal Revenue Code.)
Section A. Governing Body and Management

	Yes	No
For each "Yes" response to lines 2-7 below, and for a "No" response to lines 8 or 9b below, describe the circumstances, processes, or changes in Schedule O. See instructions.		
1a Enter the number of voting members of the governing body . . .	1a	14
b Enter the number of voting members that are independent . . .	1b	14
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	No
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3	No
4 Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?	4	Yes
5 Did the organization become aware during the year of a material diversion of the organization's assets?	5	No
6 Does the organization have members or stockholders?	6	No
7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?	7a	No
b Are any decisions of the governing body subject to approval by members, stockholders, or other persons?	7b	No
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
a the governing body?	8a	Yes
b each committee with authority to act on behalf of the governing body?	8b	Yes
9a Does the organization have local chapters, branches, or affiliates?	9a	No
b If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?	9b	
10 Was a copy of the Form 990 provided to the organization's governing body before it was filed? All organizations must describe in Schedule O the process, if any, the organization uses to review the Form 990	10	Yes
11 Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	11	No

Section B. Policies

	Yes	No
12a Does the organization have a written conflict of interest policy? If "No", go to line 13	12a	Yes
b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes
c Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done	12c	Yes
13 Does the organization have a written whistleblower policy?	13	Yes
14 Does the organization have a written document retention and destruction policy?	14	Yes
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision		
a The organization's CEO, Executive Director, or top management official?	15a	No
b Other officers or key employees of the organization?	15b	No
Describe the process in Schedule O		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	No
b If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable Federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?	16b	

Section C. Disclosure

17 List the States with which a copy of this Form 990 is required to be filed TN

18 Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c) (3)s only) available for public inspection. Indicate how you make these available. Check all that apply
 own website another's website upon request

19 Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public. See Additional Data Table

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization
 SARA KNIGHT
 PO BOX 379
 RUTLEDGE, TN 37861
 (865) 828-5927

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Section A Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Use Schedule J-2 if additional space is needed.

* List all of the organization's **current** officers, directors, trustees (whether individuals or organizations) and key employees regardless of amount of compensation, and current key employees Enter -0- in columns (D), (E), and (F) if no compensation was paid

* List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations

* List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations

* List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations

List persons in the following order individual trustees or directors, institutional trustees, officers, key employees, highest compensated employees, and former such persons

Check this box if the organization did not compensate any officer, director, trustee or key employee.

Part VII **Continued**

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)					(D) Reportable compensation from the organization (W- 2/1099MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual Trustee or Director	Institutional Trustee	Officer	Key employee	Highest compensated employee			
1b Total									

2 Total number of individuals (including those in 1a) who received more than \$100,000 in reportable compensation from the organization **0**

	Yes	No
3 Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual	3	No
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	4	No
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization for services rendered to the organization? If "Yes," complete Schedule J for such person	5	No

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization

(A) Name and business address	(B) Description of services	(C) Compensation
CLINCH POWELL CONSTRUCTION COMPANY PO BOX 379 RUTLEDGE, TN 37861	Residential Construction	498,005
2 Total number of independent contractors (including those in 1) who received more than \$100,000 in compensation from the organization		1

Part
VIII

Statement of Revenue

		(A) Total Revenue	(B) Related or Exempt Function Revenue	(C) Unrelated Business Revenue	(D) Revenue Excluded from Tax under IRC 512, 513, or 514	
Contributions, gifts, grants and other similar amounts	1a Federated campaigns . . . 1a 12,893					
	b Membership dues 1b					
	c Fundraising events 1c					
	d Related organizations . . . 1d					
	e Government grants (contributions) 1e 1,184,079					
	f All other contributions, gifts, grants, and similar amounts not included above 1f 405,370					
	g Noncash contributions included in lines 1a-1f \$ 390,000					
	h Total (Add lines 1a-1f) 1,602,342					
Program Service Revenue	2a Sale of homes	Business Code				
		236,000	408,175	408,175		
	b Education		102,860	102,860		
	c First Wheels		28,000	28,000		
	d Promotion of local artist		3,295	3,295		
	e Economic Development		37,500	37,500		
	f All other program service revenue		1,879	1,879		
	g Total. Add lines 2a-2f \$ 581,709					
Other Revenue	3 Investment income (including dividends, interest other similar amounts)					
			18,672		18,672	
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
		(i) Real	(ii) Personal			
	6a Gross Rents	50,699				
	b Less rental expenses	8,555				
	c Rental income or (loss)	42,144				
d Net rental income or (loss)		42,144	42,144			
	(i) Securities	(ii) Other				
7a Gross amount from sales of assets other than inventory						
b Less cost or other basis and sales expenses						
c Gain or (loss)						
d Net gain or (loss)						
8a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18 Attach Schedule G if total exceeds \$15,000 a						
b Less direct expenses . . . b						
c Net income or (loss) from fundraising events						
9a Gross income from gaming activities See part IV, line 19 Complete Schedule G if total exceeds \$15,000 a						
b Less direct expenses . . . b						
c Net income or (loss) from gaming activities						
10a Gross sales of inventory, less returns and allowances a 266,698						
b Less cost of goods sold . . . b 160,906						
c Net income or (loss) from sales of inventory		105,792	105,792			
Miscellaneous Revenue	Business Code					
11a						
b						
c						
d All other revenue _____						
e Total. Add lines 11a-11d \$						
12 Total Revenue. Add lines 1h, 2g, 3, 4, 5, 6d, 7d, 8c, 9c, 10c, and 11e		2,350,659	729,645		18,672	

Part IX Statement of Functional Expenses**Section 501(c)(3) and 501(c)(4) organizations must complete all columns.****All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).**

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U S See Part IV, line 21	13,001	13,001		
2 Grants and other assistance to individuals in the U S See Part IV, line 22				
3 Grants and other assistance to governments, organizations and individuals outside the U S See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	765,200	721,017		0
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	1,200	0	1,200	0
9 Other employee benefits	1,628	0	1,628	0
10 Payroll taxes	3,799	0	3,799	0
11 Fees for services (non-employees)				
a Management				
b Legal				
c Accounting				
d Lobbying				
e Professional fundraising See Part IV, line 17 . . .				
f Investment management fees				
g Other				
12 Advertising and promotion	57,929	57,330	599	0
13 Office expenses	2,293	951	1,342	0
14 Information technology				
15 Royalties				
16 Occupancy	4,800	4,800	0	0
17 Travel	14,996	12,905	2,091	0
18 Payments of travel or entertainment expenses for any Federal, state or local public officials				
19 Conferences, conventions and meetings	4,380	3,807	573	0
20 Interest	9,105	1,128	7,977	0
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	30,348	25,475	4,873	0
23 Insurance	24,809	11,375	13,434	0
24 Other expenses—Itemize expenses not covered above (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below)				
a Dues & subscriptions	1,996	300	1,696	0
b Maintenance	22,393	13,744	8,649	0
c Utilities	42,963	37,962	5,001	0
d Supplies	64,625	58,943	3,503	2,179
e Landowner payments	73,251	73,251	0	0
f All other expenses	549,144	544,306	4,838	0
25 Total functional expenses. Add lines 1 through 24f	1,698,260	1,580,295	115,786	2,179
26 Joint Costs. Check <input checked="" type="checkbox"/> if following SOP 98-2 Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation	0	0	0	0

Part X Balance Sheet

		(A) Beginning of year	(B) End of year
Assets			
1	Cash—non-interest-bearing	12,152	1 11,969
2	Savings and temporary cash investments	1,312,334	2 1,171,526
3	Pledges and grants receivable, net	213,754	3 300,300
4	Accounts receivable, net	14,393	4 40,312
5	Receivables from current and former officers, directors, trustees, key employees or other related parties <i>Complete Part II of Schedule L</i>	5	
6	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) <i>Complete Part II of Schedule L</i>	6	
7	Notes and loans receivable, net	678,337	7 1,031,147
8	Inventories for sale or use	14,754	8 20,945
9	Prepaid expenses and deferred charges	8,863	9 23,507
10a	Land, buildings, and equipment <i>cost basis</i>	10a 1,453,898	
b	Less accumulated depreciation <i>Complete Part VI of Schedule D</i>	10b 149,793	1,234,473 10c 1,304,105
11	Investments—publicly traded securities	11	
12	Investments—other securities <i>See Part IV, line 11 Complete Part VII of Schedule D</i>	12	
13	Investments—program-related <i>See Part IV, line 11 Complete Part VIII of Schedule D</i>	13	
14	Intangible assets	14	
15	Other assets <i>See Part IV, line 11 Complete Part IX of Schedule D</i>	352,179	567,162
16	Total assets. <i>Add lines 1 through 15 (must equal line 34)</i>	16 3,841,239	4,470,973
17	Accounts payable and accrued expenses	17	73,062 97,121
18	Grants payable	18	
19	Deferred revenue	19	
20	Tax-exempt bond liabilities	20	
21	Escrow account liability <i>Complete Part IV of Schedule D</i>	21	4,135 5,933
22	Payable to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons <i>Complete Part II of Schedule L</i>	22	
23	Secured mortgages and notes payable to unrelated third parties	23	
24	Unsecured notes and loans payable	24	596,719 825,035
25	Other liabilities <i>Complete Part X of Schedule D</i>	25	79,252 79,043
26	Total liabilities. <i>Add lines 17 through 25</i>	26 753,168	1,007,132
	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.		
27	Unrestricted net assets	27	1,578,875 2,024,037
28	Temporarily restricted net assets	28	1,426,977 1,379,804
29	Permanently restricted net assets	29	82,219 60,000
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.		
30	Capital stock or trust principal, or current funds	30	
31	Paid-in or capital surplus, or land, building or equipment fund	31	
32	Retained earnings, endowment, accumulated income, or other funds	32	
33	Total net assets or fund balances	33 3,088,071	3,463,841
34	Total liabilities and net assets/fund balances	34 3,841,239	4,470,973
Net Assets or Fund Balances			

Part XI Financial Statements and Reporting

1 Accounting method used to prepare the Form 990 cash accrual other

2a Were the organization's financial statements compiled or reviewed by an independent accountant?

b Were the organization's financial statements audited by an independent accountant?

c If "Yes" to lines 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?

3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?

b If "Yes," did the organization undergo the required audit or audits?

	Yes	No
2a		No
2b	Yes	
2c	Yes	
3a	Yes	
3b	Yes	

SCHEDULE A
(Form 990 or 990EZ)**Public Charity Status and Public Support****2008**Department of the Treasury
Internal Revenue Service**To be completed by all section 501(c)(3) organizations and section 4947(a)(1)
nonexempt charitable trusts.****Attach to Form 990 or Form 990-EZ. See separate instructions.****Open to Public
Inspection****Name of the organization**
CLINCH-POWELL RC&D COUNCIL**Employer identification number**

62-1396815

Part I Reason for Public Charity Status (to be completed by all organizations) (See Instructions)

The organization is not a private foundation because it is (Please check only one organization)

1 A church, convention of churches, or association of churches described in **Section 170(b)(1)(A)(i)**.

2 A school described in **Section 170(b)(1)(A)(ii)**. (Attach Schedule E)

3 A hospital or a cooperative hospital service organization described in **Section 170(b)(1)(A)(iii)**. (Attach Schedule H)

4 A medical research organization operated in conjunction with a hospital described in **Section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state

5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **Section 170(b)(1)(A)(iv)**. (Complete Part II)

6 A federal, state, or local government or governmental unit described in **Section 170(b)(1)(A)(v)**.

7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **Section 170(b)(1)(A)(vi)** (Complete Part II)

8 A community trust described in **Section 170(b)(1)(A)(vi)** (Complete Part II)

9 An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **Section 509(a)(2)**. (Complete Part III)

10 An organization organized and operated exclusively to test for public safety See **Section 509(a)(4)**. (See instructions)

11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **Section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h

e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)

f If the organization received a written determination from the IRS that it is a Type I, Type II or Type III supporting organization, check this box

g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i) a person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the the supported organization?

(ii) a family member of a person described in (i) above?

(iii) a 35% controlled entity of a person described in (i) or (ii) above?

h Provide the following information about the organizations the organization supports

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

(i) Name of Supported Organization	(ii) EIN	(iii) Type of organization (described on lines 1- 9 above or IRC section (See Instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of support?
			Yes	No	Yes	No	Yes	No	
Total									

Part II Support Schedule for Organizations Described in IRC 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
 (Complete only if you checked the box on line 5, 7, or 8 of Part I.)
Public Support

Calendar year (or fiscal year beginning in)	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")	604,231	1,121,477	851,076	2,089,542	1,602,342	6,268,668
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add line 1-3	604,231	1,121,477	851,076	2,089,542	1,602,342	6,268,668
5 The portion of total contribution by each person (other than a government unit or publicly supported organization) included on line 1 that exceed 2% of the amount shown on line 11, column (f)						
6 Public Support subtract line 5 from line 4						6,268,668

Total Support

Calendar year (or fiscal year beginning in)	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
7 Amounts from line 4	604,231	38,027	851,076	2,089,542	1,602,342	6,268,668
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	26,251	38,027	33,387	11,628	18,672	127,965
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 Total Support (Add lines 7 through 10)						6,396,633
12 Gross receipts from related activities, etc (See instructions)					12	3,806,889

13 First Five Years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and **stop here**

**Computation of Public Support Percentage**

14 Public Support Percentage for 2008 (line 6 column (f) divided by line 11 column (f))	14	98.000 %
15 Public Support Percentage for 2007 Schedule A, Part IV-A, line 26f	15	95.930 %
16a 33 1/3% Test - 2008. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here . The organization qualifies as a publicly supported organization		
b 33 1/3% Test - 2007. If the organization did not check the box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here . The organization qualifies as a publicly supported organization		
17a 10% Facts and Circumstances Test - 2008. If the organization did not check a box on line 13, 16a, or 16b and line 14 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here . Explain in Part IV how the organization meets the "facts and circumstances" test. The organization qualifies as a publicly supported organization		
b 10% Facts and Circumstances Test - 2007. If the organization did not check a box on line 13, 16a, 16b, or 17a and line 15 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here . Explain in Part IV how the organization meets the "facts and circumstances" test. The organization qualifies as a publicly supported organization		
18 Private Foundation. If the organization did not check the box on line 13, 16a, 16b, 17a or 17b, check this box and see instructions		

Part III Support Schedule for Organizations Described in IRC 509(a)(2)
 (Complete only if you checked the box on line 9 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total Add lines 1-5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of 1% of the total of lines 9, 10c, 11, and 12 for the year or \$5,000						
c Total of lines 7a and 7b						
8 Public Support (Subtract line 7c from line 6)						0

Total Support

Calendar year (or fiscal year beginning in)	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after 30 June, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total Support (Add lines 9, 10c, 11 and 12)						0
14 First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here						

Computation of Public Support Percentage

15 Public Support Percentage for 2008 (line 8 column (f) divided by line 13 column (f))	15	0 %
16 Public Support Percentage for 2007 Schedule A, Part IV-A, line 27g	16	

Computation of Investment Income Percentage

17 Investment Income Percentage for 2008 (line 10c column (f) divided by line 13 column (f))	17	0 %
18 Investment Income Percentage from 2007 Schedule A, Part IV-A, line 27h	18	
19a 33 1/3% Tests - 2008. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here . The organization qualifies as a publicly supported organization		
b 33 1/3% Tests - 2007. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and stop here . The organization qualifies as a publicly supported organization		
20 Private Foundation If the organization did not check a box on line 14, 19a or 19b, check this box and see instructions		

Part IV **Supplemental Information.** Complete this part to provide the information required by Part II, line 10; Part II, line 17a or 17b, or Part III, line 12. Provide any other additional information. (see instructions)

Facts and Circumstances Test

Additional Data

Software ID:
Software Version:
EIN: 62-1396815
Name: CLINCH-POWELL RC&D COUNCIL

Form 990, Part VIII - Statement of Revenue - 2a - 2g Program Service Revenue -

	Business Code	(A) Total Revenue	(B) Related or Exempt Function Revenue	(C) Unrelated Business Revenue	(D) Revenue Excluded from Tax under IRC 512, 513, or 514
a Sale of homes	236,000	408,175	408,175		
b Education	900,099	102,860	102,860		
c First Wheels	900,099	28,000	28,000		
d Promotion of local artist	900,099	3,295	3,295		
e Economic Development	900,099	37,500	37,500		

SCHEDULE D

(Form 990)

OMB No 1545-0047

Supplemental Financial Statements**2008****Open to Public Inspection**Department of the Treasury
Internal Revenue Service► Attach to Form 990. To be completed by organizations that
answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11, or 12.**Name of the organization**
CLINCH-POWELL RC&D COUNCIL**Employer identification number**
62-1396815**Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate Contributions to (during year)		
3 Aggregate Grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor or other impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)

Preservation of land for public use (e.g., recreation or pleasure) Preservation of an historically important land area

Protection of natural habitat Preservation of certified historic structure

Preservation of open space

2 Complete lines 2a-2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Year
2a Total number of conservation easements	4
2b Total acreage restricted by conservation easements	80.0
2c Number of conservation easements on a certified historic structure included in (a)	0
2d Number of conservation easements included in (c) acquired after 8/17/06	4

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year ► 0

4 Number of states where property subject to conservation easement is located ► 1

5 Does the organization have a written policy regarding the periodic monitoring, inspection, violations, and enforcement of the conservation easements it holds?

Yes No

6 Staff or volunteer hours devoted to monitoring, inspecting and enforcing easements during the year ► 2

7 Amount of expenses incurred in monitoring, inspecting, and enforcing easements during the year ► \$ 500

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)?

Yes No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ► \$

(ii) Assets included in Form 990, Part X ► \$

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items

a Revenues included in Form 990, Part VIII, line 1 ► \$

b Assets included in Form 990, Part X ► \$

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply)

a Public exhibition d Loan or exchange programs
 b Scholarly research e Other
 c Preservation for future generations

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5 During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Trust, Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain why in Part XIV and complete the following table

	Amount
1c	4,135
1d	6,814
1e	5,016
1f	5,933

2a Did the organization include an amount on Form 990, Part X, line 21? Yes No

b If "Yes," explain the arrangement in Part XIV

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current Year	(b) Prior Year	(c) Two Years Back	(d) Three Years Back	(e) Four Years Back
1a Beginning of year balance	82,219				
b Contributions					
c Investment earnings or losses	1,308				
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance	83,527				

2 Provide the estimated percentage of the year end balance held as

a Board designated or quasi-endowment ►

b Permanent endowment ► 72 000 %

c Term endowment ► 28 000 %

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

(i) unrelated organizations

(ii) related organizations

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIV the intended uses of the organization's endowment funds

	Yes	No
3a(i)	Yes	
3a(ii)	Yes	
3b		

Part VI Investments—Land, Buildings, and Equipment. See Form 990, Part X, line 10.

	Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Depreciation	(d) Book value
1a Land		50,815			50,815
b Buildings		1,018,621		64,757	953,864
c Leasehold improvements		232,584		23,112	209,472
d Equipment		83,912		61,924	21,988
e Other		67,966			67,966
Total. Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).)				1,304,105	

Part VII Investments—Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Financial derivatives and other financial products		
Closely-held equity interests		
Other		
Total. (Column (b) should equal Form 990, Part X, col (B) line 12.) ►		

Part VIII Investments—Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Total. (Column (b) should equal Form 990, Part X, col (B) line 13.) ►		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
Beneficial interest in assets held by others	83,527
Land and construction projects	480,560
Investment in Clinch Powell Construction Company	1,000
Deposits	2,075
Total. (Column (b) should equal Form 990, Part X, col.(B) line 15.) ►	567,162

Part X Other Liabilities. See Form 990, Part X, line 25.

(a) Description of Liability	(b) Amount
Federal Income Taxes	
Easement liabilities	64,075
Refundable advances	14,068
Rental deposits	900
Total. (Column (b) should equal Form 990, Part X, col (B) line 25.) ►	79,043

In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48

Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	2,350,659
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	1,698,260
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	652,399
4	Net unrealized gains (losses) on investments	4	
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	
9	Total adjustments (net) Add lines 4 - 8	9	
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10	652,399

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	2,525,526
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	-893
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV)	2d	175,760
e	Add lines 2a through 2d	2e	174,867
3	Subtract line 2e from line 1	3	2,350,659
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	
5	Total Revenue Add lines 3 and 4c. (This should equal Form 990, Part I, line 12)	5	2,350,659

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	2,181,935
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Losses reported on Form 990, Part IX, line 25	2c	
d	Other (Describe in Part XIV)	2d	483,675
e	Add lines 2a through 2d	2e	483,675
3	Subtract line 2e from line 1	3	1,698,260
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	
5	Total expenses Add lines 3 and 4c. (This should equal Form 990, Part I, line 18)	5	1,698,260

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part XIV, lines 1b and 2b, Part V, line 4, Part X, Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b

Identifier	Return Reference	Explanation

Grants and Other Assistance to Organizations, Governments and Individuals in the U.S.

2008

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Complete if the organization answered "Yes," on Form 990, Part IV, lines 21 or 22. Attach to Form 990.

Name of the organization

CLINCH-POWELL RC&D COUNCIL

Employer identification number

62-1396815

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 21 for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Use Part IV and Schedule I-1 if additional space is needed.

2 Enter total number of section 501(c)(3) and government organizations

3 Enter total number of other organizations

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 22. Use Schedule I-1 (Form 990) if additional space is needed.

Part IV **Supplemental Information.** Complete this part to provide the information required in Part I, line 2, and any other additional information.

See Additional Data Table

Identifier	Return Reference	Explanation
Pt I Line 2		We maintain continuous contact with grant recipients until the related project is completed and accounted for

SCHEDULE M
(Form 990)Department of the Treasury
Internal Revenue Service

Non-Cash Contributions

To be completed by organizations that answered
"Yes" on Form 990, Part IV, lines 29 or 30.
Attach to Form 990

OMB No 1545-0047

2008

Open to Public
InspectionName of the organization
CLINCH-POWELL RC&D COUNCIL

Employer identification number

62-1396815

Part I Types of Property

	(a) Check if applicable	(b) Number of Contributions	(c) Revenues reported on Form 990, Part VIII, line 1g	(d) Method of determining revenues
1 Art—Works of art				
2 Art—Historical treasures				
3 Art—Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities—Publicly traded				
10 Securities—Closely held stock				
11 Securities—Partnership, LLC, or trust interests				
12 Securities—Miscellaneous				
13 Qualified conservation contribution (historic structures)				
14 Qualified conservation contribution (other)				
15 Real estate—Residential				
16 Real estate—Commercial				
17 Real estate—Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other (describe _____)				
26 Other (describe _____)				
27 Other (describe _____)				
28 Other (describe _____)				
29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee			29	

Acknowledgement

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?		
30a		No
b If "Yes", describe the arrangement in Part II		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?		
31		No
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell non-cash contributions?		
32a		No
b If "Yes", describe in Part II		
33 If the organization did not report revenues in Column (c) for a type of property for which Column (a) is checked, describe in Part II		

Part II | Supplemental Information. Complete this part to provide the information required by Part I, lines 30b, 32b, and 33. Also complete this part for any additional information.

2008

Open to Public
Inspection**SCHEDULE O**
(Form 990)**Supplemental Information to Form 990**

► **Attach to Form 990. To be completed by organizations to provide additional information for responses to specific questions for the Form 990 or to provide any additional information.**

Department of the Treasury
Internal Revenue Service**Name of the organization**
CLINCH-POWELL RC&D COUNCIL**Employer identification number**

62-1396815

Identifier	Return Reference	Explanation
Pt VI-A, Line 10		Form 990 is provided to all board members for review prior to filing the return

Identifier	Return Reference	Explanation
Pt VI-B, Line 12c		BOARD-MEMBERS AND EMPLOYEES COMPLETE THE CONFLICT OF INTEREST QUESTIONAIR ONCE A YEAR AT A BOARD MEETING THESE ARE MONITORED THROUGHOUT THE YEAR BY THE EXECUTIVE BOARD AND THE COORDINATOR

Identifier	Return Reference	Explanation
Pt VI-B, Line 15		WE HAVE NO PAID CEO, OFFICERS OR BOARD MEMBERS THESE POSITIONS ARE VOLUNTEER POSITIONS WITH OUR COUNCILS WE DO HAVE SEVERAL EMPLOYEES AND ALL SALARIES ARE CONSIDERED BY THE EXECUTIVE BOARD AND ARE VOTED ON BY THE BOARD IN TOTAL THESE ARE COMPARED TO THE GOING RATE FOR THE RELATED POSITION IN OUR AREA

Identifier	Return Reference	Explanation
Pt VI-C, Line 19		CURRENT INFORMATION FORM 990S ARE AVAILABLE ON WWW.GUIDESTAR.ORG OUR CURRENT YEAR AUDIT AND INFORMATION FORM 990 ARE AVAILABLE ON OUR WEBSITE ALL OTHER DOCUMENTS REQUIRED TO BE MADE AVAILABLE FOR PUBLIC INSPECTION ARE AVAILABLE AT OUR OFFICE

Identifier	Return Reference	Explanation
Pt VI-A, Line 4		WE AMENDED OUR BY-LAWS DURING THE YEAR SEE COPY ATTACHED

SCHEDULE R (Form 990)

Related Organizations and Unrelated Partnerships

OMB No 1545-0047

2008

**Open to Public
Inspection**

- **Attach to Form 990. To be completed by organizations that answered "Yes" to Form 990, Part IV, lines 33, 34, 35, 36, or 37.**
 - See separate instructions.

► See separate instructions

Department of the Treasury
Internal Revenue Service

Name of the organization
CLINCH-POWELL RC&D COUNCIL

Employer identification number

62-139681

Part I Identification of Disregarded Entities

(A) Name, address, and EIN of disregarded entity	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Total income	(E) End-of-year assets	(F) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations

Part III Identification of Related Organizations Taxable as a Partnership

Part IV Identification of Related Organizations Taxable as a Corporation or Trust

Part V Transactions with Related Organizations**Note.** Complete line 1 if any entity is listed in Parts II, III or IV**1** During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?**a** Receipt of **(i)** interest **(ii)** annuities **(iii)** royalties **(iv)** rent from a controlled entity**b** Gift, grant, or capital contribution to other organization(s)**c** Gift, grant, or capital contribution from other organization(s)**d** Loans or loan guarantees to or for other organization(s)**e** Loans or loan guarantees by other organization(s)**f** Sale of assets to other organization(s)**g** Purchase of assets from other organization(s)**h** Exchange of assets**i** Lease of facilities, equipment, or other assets to other organization(s)**j** Lease of facilities, equipment, or other assets from other organization(s)**k** Performance of services or membership or fundraising solicitations for other organization(s)**l** Performance of services or membership or fundraising solicitations by other organization(s)**m** Sharing of facilities, equipment, mailing lists, or other assets**n** Sharing of paid employees**o** Reimbursement paid to other organization for expenses**p** Reimbursement paid by other organization for expenses**q** Other transfer of cash or property to other organization(s)**r** Other transfer of cash or property from other organization(s)

	Yes	No
1a		No
1b		No
1c		No
1d	Yes	
1e		No
1f		No
1g		No
1h		No
1i		No
1j		No
1k		No
1l	Yes	
1m	Yes	
1n	Yes	
1o	Yes	
1p	Yes	
1q		No
1r		No

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

(A) Name of other organization(s)	(B) Transaction type(a-r)	(C) Amount Involved
(1) THE NONPROFIT PARENT COMPANY LOANS CASH FLOW AS NEEDED TO THE C-CORP CONSTR	d	2,888
(2) CONSTRUCTION COMPANY IS THE CONTRACTOR ON MOST OF OUR RESIDENTIAL CONSTRUCT	l	498,005
(3) THE NONPROFIT PARENT SHARES ITS OFFICE WITH THE CONSTRUCTION COMPANY	m	
(4) THE NONPROFIT PROVIDES ACCOUNTING SERVICES WITH OUR EMPLOYEE TO PROTECT OUR	n	
(5) WHEN EXPENDITURES ARE PAID ON BEHALF OF THE OTHER THESE ARE REPAYED TIMELY	o	
(6) WHEN EXPENDITURES ARE PAID ON BEHALF OF THE OTHER THESE ARE REPAYED TIMELY	p	

Part VI Unrelated Organizations Taxable as a Partnership

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

Form 990, Schedule R, Part V - Transactions with Related Organizations

(A)	(B) Transaction type(a-r)	(C) Amount Involved (\$)
(1) THE NONPROFIT PARENT COMPANY LOANS CASH FLOW AS NEEDED TO THE C-CORP CONSTR	d	2,888
(2) CONSTRUCTION COMPANY IS THE CONTRACTOR ON MOST OF OUR RESIDENTIAL CONSTRUCT	l	498,005
(3) THE NONPROFIT PARENT SHARES ITS OFFICE WITH THE CONSTRUCTION COMPANY	m	
(4) THE NONPROFIT PROVIDES ACCOUNTING SERVICES WITH OUR EMPLOYEE TO PROTECT OUR	n	
(5) WHEN EXPENDITURES ARE PAID ON BEHALF OF THE OTHER THESE ARE REPAYED TIMELY	o	
(6) WHEN EXPENDITURES ARE PAID ON BEHALF OF THE OTHER THESE ARE REPAYED TIMELY	p	

BYLAWS
OF THE
CLINCH-POWELL RESOURCE CONSERVATION AND DEVELOPMENT
Council, Inc.

ARTICLE 1

SECTION 1. VISION AND MISSION

The vision of the Clinch-Powell RC&D Council, Inc. is that every person deserves to live in a healthy and vital community where families are valued, youth are celebrated, education is a priority, the environment is clean, jobs are plentiful and leadership is not only visionary, but shared. The mission of the Clinch-Powell RC&D Council, Inc. is to demonstrate regional leadership, secure resources and deliver programs and services that build strong, vibrant communities where conservation and development are in balance with the needs of the people.

SECTION 2. OBJECTIVES

- A. To determine the needs of the RC&D Area by means of periodic open hearings and to solicit input by all means necessary and to establish priorities of those most important needs.
- B. To carry out activities of a charitable and educational nature which will enhance the quality of life, improve the standard of living, and to protect and enhance the quality of our environment.
- C. To obtain grants and identify other sources of funds to carry out the purpose and vision of this RC&D Area.
- D. To carry out activities related to assisting low and moderate income residents to acquire improved housing through a CHDO.

ARTICLE 2
GENERAL

SECTION 1. NAME

The official name shall be the Clinch-Powell Resource Conservation and Development Council, Inc.

SECTION 2. GEOGRAPHIC AREA

The RC&D Area shall consist of the following five (5) East Tennessee Counties: Claiborne, Grainger, Hancock, Hawkins, and Union. The headquarters of the Area shall be that location so designated by the Executive Committee of the Board of Directors.

SECTION 3. COUNCIL

The Council shall consist of the Board of Directors and all other partners and cooperators who are interested in the purpose, vision, and objectives of this organization.

SECTION 4. GOVERNING BODY

The Governing Body of the Area shall be the Board of Directors of the Clinch-Powell Resource Conservation and Development Council, Inc.

ARTICLE 3

AUTHORITY

The Clinch-Powell Resource Conservation and Development Council, Inc., shall be chartered under the Tennessee Nonprofit Corporation Act, Tennessee Code Annotated,, Section 48-51-101, *et seq.*, including but not limited to the general powers authorized under Tennessee Code Annotated, Section 48-53-102. The Area shall be organized under the authority of the Food and Agriculture Act of 1962, Section 102, Public Law 87-703 and also Subtitle H of Public Law 97-98. December 22,1981, relating to the Resource Conservation and Development (RC&D) Program.

ARTICLE 4 CORPORATE STRUCTURE

SECTION 1. PURPOSE

This organization is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986.

SECTION 2. PERMITTED ACTIVITIES

Notwithstanding any other provision of these articles, this corporation shall not carry on any activities that are not permitted by: (a) an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision on any future United States Internal Revenue law) or (b) any organization contributions which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provision on any future United States Internal Revenue law).

SECTION 3. DISSOLUTION

Upon dissolution of this Corporation, its assets shall be distributed (a) for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code (or corresponding section of any further tax code), or (b) shall be distributed to the federal government, or (c) to a state or local government for a public purpose. If any assets are not so disposed of above, final distribution of remaining assets shall be by the Chancery Court of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine.

ARTICLE 5 FISCAL YEAR

The Fiscal Year of the Clinch-Powell RC&D Council, Inc shall begin on the first day of October and end on the last day of September of each year.

ARTICLE 6 COUNCIL

SECTION 1. COMPOSITION OF COUNCIL

The Council shall consist of fifteen (15) voting directors with each member County having three (3) directors on the Board, plus all County Mayors who are ex-officio non-voting members of the Board, and all partners, cooperators and volunteers who participate in RC&D activities.

SECTION 2. AUTHORITY

The Council shall have authority to pass resolutions and to make recommendations to the Board of Directors. The Chair of the Board of Directors shall preside at all meetings of the Council.

ARTICLE 7 BOARD OF DIRECTORS

SECTION 1. NOMINATION AND ELECTION OF DIRECTORS

- A. There shall be 15 voting Directors, evenly divided among the Counties.
- B. County Mayors shall be ex-officio non-voting Members of the Board
- C. County Directors may be nominated by any of the following means: (1) the County Mayor, (2) the SCD Board of Directors or (3) the current Board Members from that County.
- D. Nominee names shall be submitted to the Chair of the Board for approval by the Board of Directors.
- E. No less than one-third of the Board Members shall be: (a) residents of low-income neighborhoods, (b) other low income community residents or (c) elected representatives of low income neighborhood organizations. No governing body, official or agency of state or local government may appoint any Board Member. No more than one-third of the Board Members may be public officials.

SECTION 2. AUTHORITY

The Board of Directors has the sole authority to enter into agreements, contracts, and to conduct all business of the Corporation. The Board may also delegate the authority to conduct necessary business between regular Board meetings to the Executive Committee. The Executive Committee also has additional duties and responsibilities as defined elsewhere in these Bylaws.

SECTION 3. POWERS

- A. To receive, accept, hold and invest and administer any gifts, bequests, devises, benefits of trust and property of any sort, without limitation as to amount or value, and to use, disburse or donate the income or principal thereof exclusively in connection with promoting and advancing the non-profit purposes and objectives of the Council.
- B. To buy, own, sell, consign, mortgage or lease any interest in real estate and personal property and to construct, maintain and operate improvements thereon necessary or incidental to the accomplishments of the Council's purpose and objectives.
- C. To borrow money and issue evidence of indebtedness in furtherance of any or all of the purposes of the Council, and to secure the same by mortgage, pledge or other lien on the Council's property.

SECTION 4 QUORUM

A majority of the 15 voting Members of the Board of Directors shall constitute a quorum for all business transactions of the Corporation. Should there not be a quorum of voting Board Members at any called meeting of the Board, and if there is a quorum present of the Executive Committee, then the Executive Committee shall meet in special session instead of the Board. All decisions made by the Executive Committee in special session shall be brought before the Board of Directors of the Corporation at the next Board meeting.

SECTION 5. VOTING POWER

Each voting Member of the Board shall have one vote. Proxy voting shall not be allowed. Ex-officio Members of the Council shall not have a vote nor does the RC&D Coordinator. Voting shall be by voice

and shall not be recorded by yeas and nays unless requested by a member of the Board. When requested, a Roll Call vote may be taken. A simple majority vote is required to pass any motion unless otherwise specified in these Bylaws.

SECTION 6. TERMS OF OFFICE

- A. Each Board Member shall serve a term of 6 years. Terms to begin and end at the annual meeting.
- B. Board Members may be elected to additional consecutive terms by majority vote of the Board.
- C. There shall be no maximum number of terms that a Board Member may serve.

SECTION 7. COMPENSATION

Members of the Board of Directors shall not receive salaries for their services. However, members may be reimbursed for out of the pocket expenses paid by them for the benefit of the Corporation when such expenses are approved by the Board of Directors or by the Executive Committee.

SECTION 8. CORPORATION MEETINGS

A. The Annual Meeting of the Corporation shall be held in the third week in October of each year at such time and place as may be designated by the Executive Committee. The Executive Committee may change the date of the meeting when it is in the best interest of the Corporation to hold the meeting at another time.

B. The Board of Directors shall meet, in addition to the Annual Meeting, at least five other times during each fiscal year at their discretion, the time and place to be set by the Executive Committee.

SECTION 9. SPECIAL MEETINGS OF THE BOARD OF DIRECTORS

Upon the written request signed by at least four (4) voting Directors, or when requested by the Executive Committee, or when the Chair solely deems it necessary and expedient, the Chair may call a special meeting of the Board for the purpose of transacting only those agenda items designated in the call. The call for such special meeting shall be delivered to each member or may be mailed to each Board member not later than five (5) days before the meeting.

SECTION 10. ATTENDANCE AND REMOVAL FROM THE BOARD

Voting Members of the Board are expected to attend all Board Meetings. If a Board Member, without justifiable cause, should miss three consecutive Board meetings, the Chair shall notify the Board member that they are subject to removal from the Board. If the Board member is either unable or unwilling to actively participate in future Board meetings, then the Executive Committee, by majority vote, may declare the Board seat to be vacant. At such time that the seat has been declared vacant, the Chair shall request nominees from that County by notifying the County Mayor, the SCD Board of Directors, and the County Directors within a period of 30 days after the seat has been declared vacant.

SECTION 11. CONFLICT OF INTEREST AND ETHICS VIOLATIONS

Voting Directors are expected to conduct themselves at the highest level of ethics and loyalty to the corporation. The duty of loyalty requires corporate directors to exercise their powers in the best interests of the corporation and not in the interest of another person, organization or in the director's own interest. Any member of the Board who has a conflict of interest in any project or proposed project being carried out by the RC&D shall fully disclose the nature of the conflict with the board and shall not vote on such matters. Anyone in violation of a conflict of interest is subject to removal from the Board.

ARTICLE 8

OFFICERS

The Officers of the Corporation shall be that of Chair, Vice-Chair and Secretary/Treasurer. The officers shall be elected at the annual meeting of the Corporation from among the current members of the Board. These Officers so elected shall serve terms of one (1) year and can be re-elected to successive terms. These three (3) Officers shall also serve as members of the Executive Committee to be defined in Article 9.

SECTION 1. RESPONSIBILITIES AND DUTIES OF THE CHAIR

The Chair shall preside at all meetings of the Board of Directors and all meetings of the Executive Committee and have other special duties as further prescribed in these Bylaws. At each meeting, the Chair shall submit such recommendations and information as may be considered proper to the Board concerning the business affairs and policies of the Corporation.

The Chair shall have general executive supervision of all the business of the Corporation and shall perform such other duties as may be necessary to carry out the business of the Corporation.

Except as otherwise authorized by resolution of the Corporation Board of Directors, the Chair shall sign all contracts, reports and instruments for the Corporation.

The Chair may call special meetings of the Board of Directors or the Executive Committee when necessary.

SECTION 2. RESPONSIBILITIES AND DUTIES OF THE VICE-CHAIR

The Vice-Chair shall, assume the duties of the Chair, in the absence of the Chair, or when the Chair is unable to act,. The Vice-chair shall also preside at all meetings of Standing Committees and may be assigned additional duties by the Chair.

SECTION 3. SECRETARY/TREASURER

The Secretary/Treasurer shall be responsible to: (a) keep accurate minutes of all meetings and a record of all business transacted by the Corporation Board of Directors and the Executive Committee, (b) keep and file all official records of the Corporation, and (c) perform such other duties in regard to records as the Board of Directors or the Chair may direct.

The Secretary/Treasurer shall be responsible to keep accurate financial records and books of accounts of the Council. Funds of the Council shall be deposited in such bank or banks as the Executive Committee may designate, provided that the funds will be deposited in accounts that are insured by the FDIC or other Federal depositories. Checks or other orders for the payment of money from the funds of the Corporation shall be signed by the Secretary/Treasurer or by another designated officer.

The Secretary/Treasurer shall make an annual report on the financial condition of the Corporation as well as a report of the operations for the year, and any other financial reports when requested by the Chair or by resolution of the Board of Directors. The records will be reviewed annually by the Audit Committee.

ARTICLE 9 EXECUTIVE COMMITTEE

SECTION 1. AUTHORITY

The Executive Committee is a Committee of the Board and is empowered by the Board of Directors with certain duties and responsibilities as defined in these Bylaws.

SECTION 2. MEMBERSHIP

The Executive Committee shall consist of the three (3) officers defined in Article 8 of these Bylaws, and a minimum of two additional Directors. A member County may have only two (2) representatives serving on the Executive Committee at any one time. Should two officers be from one county, an additional executive committee member shall be appointed so that all 5 counties will be represented.

SECTION 3. METHOD OF SELECTING COUNTY DIRECTOR MEMBERS

The Directors from each county, as necessary, will recommend one Board Member from their county as their Director representative on the Executive Committee prior to the Annual Meeting of the Corporation. Those Director representatives so selected may then be confirmed by the Board of Directors at the annual meeting.

SECTION 4. TERM OF OFFICE

The Executive Committee Members shall serve a term of one (1) year, however, they may be reappointed to successive terms.

SECTION 5. EXECUTIVE COMMITTEE MEETINGS

The Executive Committee shall meet as needed at such place and time within the region as it may designate. The Chair may, when deemed necessary, or when requested by three (3) members of the Executive Committee call a meeting in order to carry on the business of the Corporation.

SECTION 6. EXECUTIVE COMMITTEE QUORUM

A minimum of three (3) and a maximum of four (4) members of the Executive Committee, depending on whether there are five or six members respectively, shall constitute a quorum for the purpose of conducting business. In the event of death, resignation, or removal, a Quorum will be an absolute majority of the remaining members.

SECTION 7. EXECUTIVE COMMITTEE VOTING

Each member of the Executive Committee shall have one vote. Voting shall be by voice and shall not be recorded by yeas and nays unless requested by a member. When requested, a Roll Call vote may be taken. When a Quorum is present a simple majority of those present may transact business.

ARTICLE 10

STANDING AND AD-HOC COMMITTEES

SECTION 1. STANDING COMMITTEES

The Corporation shall have standing committees as needed. Each Committee shall have a minimum of three members who will be appointed by the Chair and confirmed by the Executive Committee or by the Board. The Vice-chair shall preside at all standing Committees. The Chair of the Board will be an ex-officio member of all standing Committees. If members of standing committees have not been appointed then the Executive Committee will serve in that capacity.

Standing Committees shall be: (1) Personnel, (2) Nominations, (3) Policies and Procedures, (4) Bylaws.

SECTION 2. SPECIAL COMMITTEES

The Chair shall appoint special ad-hoc committees as may be needed to advance the interests of the Corporation and to carry on its work.

SECTION 3. COMMITTEE REPORTS

Committees shall submit their findings and recommendations in writing to the Executive Committee or to the Board of Directors, which ever is appropriate. No committee shall take any action under the name of the Clinch-Powell RC&D Council, Inc. that has NOT been approved by the Board of Directors or by the Executive Committee.

ARTICLE 11 RULES OF ORDER

The rules contained in the last revised edition of "Robert's Rules of Order" as published by the Scott Publishing Company shall apply in all meetings of the Board of Directors and the Executive Committee to the extent that such rules are not in conflict with these bylaws.

ARTICLE 12 FINANCING

Contributions may be solicited as needed to carry on the operations of the Council. An annual budget will be prepared by the Executive Committee and approved by the Board of Directors.

ARTICLE 13 AMENDMENTS TO THE BYLAWS

These Bylaws of the Clinch-Powell RC&D Council, Inc. may be amended only by a two-thirds vote of the voting Directors of the Corporation, and shall take effect immediately upon their passage.

Revised on the 28th day of October, 2009.

Cherry Acuff, Chair

Floyd W. Rhea, Secretary/Treasurer