



## Policy Committee Bylaws of the Brainerd Mississippi River One Watershed One Plan

Aitkin County Commissioner

Crow Wing County Commissioner

Morrison Commissioner

Todd County Commissioner

Aitkin SWCD Supervisor

Crow Wing SWCD Supervisor

Morrison SWCD Supervisor

Todd SWCD Supervisor

City of Little Falls Council Member

ADOPTED April 26, 2022

These bylaws establish rules governing the conduct of business by the Policy Committee of the Brainerd Mississippi River One Watershed One Plan.

## ARTICLE I: PURPOSE

1. The purpose of the Policy Committee is to make and carry out policy according to MN Statute §103B.101 subd 14 for One Watershed One Plans pertaining to that area within the Brainerd Mississippi River One Watershed One Plan.
2. The Policy Committee operates under a Memorandum of Agreement. The Member local government units are Aitkin County; Aitkin Soil and Water Conservation District (SWCD); Crow Wing; Crow Wing SWCD, Morrison County, Morrison SWCD, Todd County, City of Little Falls, and Todd SWCD.

## ARTICLE II: MEMBERSHIP PROVISIONS

1. The membership of the Policy Committee shall be comprised of at least members (9) members as designated by the governing board of each member local unit of government to include one County Commissioner from both Aitkin, Crow Wing, Morrison, and Todd Counties with an alternate designated in case the original member cannot attend; one SWCD Supervisor from both Aitkin, Crow Wing, Morrison, and Todd SWCD's and City of Little Falls Council Member with an alternate designated in case the original member cannot attend. County and SWCD Staff are non-voting staff and offer support for the Policy Committee.
2. The membership of the policy committee, at the time of establishment, is comprised of the following nine individuals:

Name	Organization
Commissioner Mark Wedel	Aitkin County
Supervisor Wayne Anderson	Aitkin SWCD
Commissioner, Steve Barrows	Crow Wing County
Supervisor, Jim Chamberlin	Crow Wing SWCD
Commissioner, Greg Blaine	Morrison County
Supervisor, Tom Brutscher	Morrison SWCD
Commissioner, David Kircher	Todd County
Supervisor, Lee Buchholz	Todd SWCD
Council Member	Little Falls

3. Members of the Policy Committee shall serve until the expiration of the Memorandum of Agreement for the Brainerd Mississippi River One Watershed One Plan Planning agreement to run concurrently with each Policy Committee member's term on their respective board.
4. If a member of the Policy Committee resigns or is otherwise unable to complete their term, the member shall notify their appointing authority of the vacancy as soon as practicable. The local government unit shall appoint a replacement member as quickly as possible.

5. A Policy Committee member shall not take any action that may materially benefit the financial interest of that member, a member's family member, or a member's close associate unless and until that member first discloses that interest for the record. The member who so discloses an interest may be present to answer questions related to that interest but shall not advocate for nor vote on the action. If a Policy Committee member concludes that their interest does not create a conflict but that there may be an appearance of a conflict, they shall disclose the interest for the record before participating in discussion or voting on an action.

### **ARTICLE III: OFFICERS**

1. The Officers of the Policy Committee shall consist of a Chairperson, Vice-Chairperson, and a Secretary elected by members of the Policy Committee at their first meeting.
  - a. The Chairperson shall:
    - i. Serve as Chairperson for all meetings; and
    - ii. Sign and deliver in the name of the Partnership any correspondence pertaining to the business of the Partnership.
  - b. The Vice-Chairperson shall:
    - i. Discharge the Chairperson's duties in the event of the absence or disability of the Chairperson.
  - c. The Secretary shall:
    - i. Maintain records of the Partnership.
    - ii. Certify records and proceedings of the Partnership.
    - iii. Ensure that minutes of all Policy Committee meetings are recorded and made available in a timely manner to the Policy Committee and maintain a file of all approved minutes, including corrections and changes.
    - iv. Provide proper public notice of all meetings.
    - v. The Secretary may delegate a representative to record the minutes and perform other duties of the Secretary. The elected Secretary will sign the official minutes of all meetings following approval by the Policy Committee.
2. An Officer will serve until replaced by the election of a successor. No Policy Committee member may hold more than one office at a time.
3. If an officer cannot complete their term of office, the Policy Committee shall immediately elect from among its members an individual to fill the vacant position. The individual to be elected may not already be serving as an officer of the Policy Committee.

4. The Policy Committee will request the respective local unit of government participant to replace their representative member if that representative member misses two (2) consecutive meetings without notice to the Chairperson.

#### **ARTICLE IV: MEETINGS**

1. All meetings of the Policy Committee will comply with statutes and rules requiring open and public meetings.
2. The conduct of all meetings of the Policy Committee shall be generally governed by the most recent edition of Robert's Rules of Parliamentary Law.
3. A quorum of the Policy Committee shall consist of a simple majority of the members.
4. All votes by Policy Committee members shall be made in person or follow Minnesota State guidelines for online meetings. No member may appoint a proxy for any question coming before any meeting for a vote.
5. Notice of Policy Committee meetings and a proposed agenda shall be emailed to all Policy Committee members not less than five days before the scheduled meeting date of the Policy Committee.
6. The minutes of any meeting shall be made available to all Policy Committee members before the next meeting.

#### **ARTICLE V - VOTING**

1. A motion or resolution shall be approved by a favorable vote of a simple majority of the members present, provided enough members are present to make a quorum.
2. A supermajority vote of 75 percent of those members present shall be required for final plan approval for submittal to review.
3. A tie vote will be considered a "NO" vote. In case of a stalemate, the issue will be referred to the respective county and SWCD boards.

#### **ARTICLE VI - COMPENSATION**

1. Policy Committee members may be compensated by the member local unit of government they represent for meetings and expenses incurred, according to the policies of the local unit of government.
2. Policy Committee members may not be compensated for meeting time and expenses using funds granted by the state for the purpose of developing the *One Watershed, One Plan*.

#### **ARTICLE VII - SUBCOMMITTEES OF THE POLICY COMMITTEE AND OTHER COMMITTEES**

1. The Policy Committee may appoint subcommittees to assist the Policy Committee in the performance of

its duties. Except for a Policy Committee member appointed to a subcommittee, no other subcommittee member shall be able to make motions for consideration to the Policy Committee or vote on matters put before the Policy Committee.

2. The Policy Committee shall appoint an Advisory Committee and act to approve all Advisory Committee members. The Advisory Committee will routinely advise the Policy Committee on the content and development of the *One Watershed, One Plan*, on plan implementation, and on issues of policy and administration related to the plan.
  - a. The Chairperson will assign a member of the Policy Committee or an alternate to meet with the Advisory Committee as an ex-officio member.
  - b. Each Partnership member local government unit shall designate a representative to the Advisory Committee.
  - c. The Advisory Committee shall also include representatives from Minnesota's water management or plan review state agencies (Board of Water and Soil Resources, Department of Agriculture, Department of Health, Department of Natural Resources, and Pollution Control Agency). Each agency will designate a lead contact person from its agency to participate on the Advisory Committee. Other agencies or other persons may join as Advisory Committee members depending on the desire of the Policy Committee or the needs of the Advisory Committee.
  - d. The term of membership of the Advisory Committee shall be for the duration of the Planning Phase of the Brainerd Mississippi River One Watershed One Plan grant.
  - e. The members of the Advisory Committee shall elect a chairperson, a vice-chairperson, and a recording secretary to serve for the duration of the Planning Phase.
  - f. The Advisory Committee may form subcommittees to increase Advisory Committee effectiveness or address specific topics or project areas. Each subcommittee shall report to the Advisory Committee.

## **ARTICLE VIII: MEETING LOCATION**

1. All regular meetings of the Policy Committee will be held at a location within the Brainerd Mississippi River watershed.

## **ARTICLE IX: MISCELLANEOUS**

1. Portions of these bylaws may be suspended temporarily by a two-thirds vote of the Policy Committee.
2. Addition to, alteration, or repeal of any part of these bylaws by the Policy Committee may be made at any meeting by a majority of the full membership, provided that thirty (30) days advance written notice of the proposed change has been given to each member of the Policy Committee.

3. The Policy Committee's official records and the requirements of the BWSR grant agreement shall be maintained by the fiscal agent, Aitkin SWCD. The maintenance and disposition of these records shall be in accordance with applicable laws.
4. These bylaws are intended to be consistent with applicable provisions of Minnesota Statutes Chapters 103B, 103C, and 1030. In all cases of omission or error, Minnesota Statutes Chapters 103B, 103C, and 1030 will govern.

## **ARTICLE X - CERTIFICATION**

These By-laws were adopted by a vote of   7   ayes and        nays by the members of the Policy Committee on April 26, 2022