



One Watershed One Plan

Policy Committee Bylaws of the
Cottonwood-Middle Minnesota
One Watershed, One Plan Partnership

**Brown County
Brown SWCD
Cottonwood County
Cottonwood SWCD
Lyon County
Lyon SWCD
Murray County
Murray SWCD
Redwood County
Redwood SWCD
Area II Minnesota River Basin Projects
Redwood-Cottonwood Rivers Control Area
City of Springfield**

ADOPTED: May 17, 2023

These bylaws establish rules governing the conduct of business by the Policy Committee of the Cottonwood-Middle Minnesota One Watershed, One Plan Partnership.

ARTICLE I: PURPOSE

1. The purpose of the Policy Committee is to decide upon plan content, serve as liaison to its members' respective boards, and act on behalf of its members' respective Board during the development and adoption of a coordinated watershed management plan pertaining to that area within the Cottonwood-Middle Minnesota watershed including the Little Cottonwood River watershed.
2. The Policy Committee operates under a Memorandum of Agreement. The Member local units of government are Brown County, Brown SWCD, Cottonwood County, Cottonwood SWCD, Lyon County, Lyon SWCD, Murray County, Murray SWCD, Redwood County, Redwood SWCD, Area II Minnesota River Basin Projects, Redwood-Cottonwood Rivers Control Area, and the City of Springfield.

ARTICLE II: MEMBERSHIP PROVISIONS

1. The membership of the Policy Committee shall be comprised of at least thirteen (13) members as designated by the governing board of each member local unit of government. Each member local unit of government may select an alternate to serve on the Policy Committee as needed in the absence of the designated member. In the event that a Policy Committee member's term on his/her respective board ends prior to the expiration of the Memorandum of Agreement the appointing authority will appoint a replacement member as soon as possible.
2. Members of the Policy Committee shall serve until the expiration of the Memorandum of Agreement) to run concurrently with each Policy Committee member's term on his/her respective board.
3. In the event that a member of the Policy Committee resigns or is otherwise unable to complete his or her term, the member shall notify his or her appointing authority of the vacancy as soon as practicable. The local unit of government shall appoint a replacement member as soon as possible.
4. 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 his or her interest does not create a conflict, but that there may be an appearance of a conflict, he or she 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 for proper public notice of all meetings; and
 - 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. The Policy Committee may appoint a member as an officer pro tem in the event an officer is absent or unable to act, and action by that officer is required.
3. In the event that an Officer cannot complete his or her 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 that the respective local unit of government participant to replace its representative member if that representative member misses two (2) consecutive meetings without notice to the Chairperson or Plan Coordinator.

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 electronically via roll call vote or by general unanimous consent as permitted by open meeting statute and rules, and 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 mailed or emailed to all Policy Committee members not less than seven (7) days prior to the scheduled meeting date of the Policy Committee.
6. The minutes of any meeting shall be made available to all Policy Committee members prior to 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, who may be present in person or electronically as permitted by open meeting statutes and rules (Minnesota Statutes, Chapter 13D), provided enough members are present to form a quorum.
2. A supermajority vote of 75 percent (75%) of those members present at a meeting in which a quorum is present shall be required for final plan approval for submittal to review.

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 for the purpose of assisting the Policy Committee in the performance of its duties. Subcommittees may be composed of both members of the Policy Committee and non-members of the Policy Committee. Except for a Policy Committee member appointed to a subcommittee, no other member of a subcommittee 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. Each Partnership member local government unit shall designate a representative to the Steering Team.
- b. The Advisory Committee shall also include representatives from Minnesota's principal 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. Additional agency or other persons may participate as Advisory Committee members depending on the desire of the Policy Committee or the needs of the Advisory Committee.
- c. The members of the Advisory Committee shall elect from their membership a chairperson, a vice chairperson, and a recording secretary for the Advisory Committee to serve for the duration of the Planning Phase.

ARTICLE VIII: MEETING LOCATION

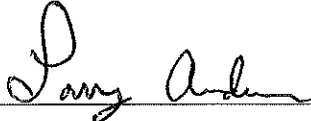
1. All regular meetings of the Policy Committee will be held at a location within the Cottonwood-Middle Minnesota watershed.

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, the Redwood-Cottonwood Rivers Control Area (RCRCA). The maintenance and disposition of these records shall be in accordance with applicable laws.
4. All expenses incurred by the Policy Committee, or the Advisory Committees must have prior approval of the Policy Committee and include a signed claim form itemizing expenses that is submitted to the Policy Committee for approval at their next meeting. All claims must be submitted no more than thirty (30) days after the month in which they were incurred.
5. These bylaws are intended to be consistent with applicable provisions of Minnesota Statutes Chapters 103B, 103C, and 103D. In all cases of omission or error, Minnesota Statutes Chapters 103B, 103C, and 103D will govern.

ARTICLE X – CERTIFICATION

1. These By-laws were adopted by a vote of 11 ayes and 0 nays by the members of the Policy Committee on May 17,, 2023.



Secretary
Cottonwood-Middle Minnesota Partnership