



**Bylaws of the
Lower Minnesota River West Comprehensive Watershed
Management Partnership - Policy Advisory Committee**

Partnership Members:

The counties of McLeod, Nicollet, Sibley (counties), by and through their respective County Board of Commissioners, and the McLeod, Nicollet, Sibley Soil and Water Conservation Districts (SWCDs), by and through their respective Soil and Water Conservation District Board of Supervisors, and the High Island Creek Watershed District (WD) by and through their Board of Managers

These bylaws establish rules governing the conduct of business by the Policy Advisory Committee of the Lower Minnesota River West Comprehensive Watershed Management Partnership.

ARTICLE I: PURPOSE

1. The purpose of the Policy Advisory Committee is to review recommendations of the Local Implementation Workgroup (LIWG), Technical Advisory Committee (TAC), and to advise on implementation of the Lower Minnesota River West Comprehensive Watershed Management Plan (Plan).
2. The Policy Advisory Committee operates under a Joint Powers Agreement (JPA). This agreement does not establish a Joint Powers Entity, rather set the terms to collaboratively implement the Plan. The purpose of this Agreement is to collectively implement, as local government units, the Lower Minnesota River West Comprehensive Watershed Management Plan while providing assurances that decision-making spanning political boundaries is supported by an in-writing commitment from participants. The Member local units of government are the High Island Creek Watershed District, McLeod County, McLeod Soil and Water Conservation District, Nicollet County, Nicollet Soil and Water Conservation District, Sibley County, and Sibley Soil and Water Conservation District.

ARTICLE II: MEMBERSHIP PROVISIONS

1. The membership of the Policy Advisory Committee shall be comprised of up to seven members with membership composed of one County Commissioner from each County, one Soil and Water Conservation District (SWCD) Supervisor from each County, and one Manager from the Watershed District (WD) appointed by the governing board of the respective Local Government Unit (LGU).
2. Members of the Policy Advisory Committee shall be appointed for a minimum of a one-year term to run concurrently with each Policy Committee member's term on his/her respective board. Members may be reappointed by their respective board of that LGU.
3. Existence of the Policy Advisory Committee shall continue for the life of the Plan or until the JPA is terminated.
4. An alternate member may also be appointed by the respective board of that LGU. Only in the absence of the member is the alternate given voting responsibilities.
5. If 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 LGU shall appoint a replacement member as soon as possible.
6. The Policy Advisory Committee shall not take action that may materially benefit the financial interest of a Policy Committee member, a member's family member, or a member's close associate, unless interest first is disclosed for the record. The interested Policy Committee member may be present to answer questions related to that interest but may not advocate for or 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.

7. The Policy Advisory Committee may request the respective LGU member to replace their representative member after the representative member misses two (2) consecutive meetings without notice to the Fiscal Agent.

ARTICLE III: OFFICERS

1. The Officers of the Policy Advisory Committee shall consist of a chairperson, vice chairperson, and a secretary elected by members of the Policy Advisory Committee at their first meeting.

a. The chairperson shall:

- i. Serve as chairperson for all meetings.
- 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 (under the assistance of fiscal agent):

- i. Maintain records of the Policy Advisory Committee.
- ii. Certify records and proceedings of the Policy Advisory Committee.
- iii. Ensure that the minutes of all Policy Advisory Committee meetings are recorded and made available in a timely manner to the Policy Advisory Committee and maintain a file of all approved minutes including corrections and changes.
- iv. Provide for 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 Advisory Committee.

2. An Officer will serve until replaced by the election of a successor. No Policy Advisory Committee member may hold more than one office at a time.

3. In the event that an officer cannot complete his or her term of office, the Policy Advisory Committee shall immediately elect from among its members an individual who will complete the unexpired portion of the term. The individual designated to complete the unexpired term of another officer may not already be serving as an officer of the Policy Advisory Committee. Upon completion of the unexpired term, the Policy Advisory Committee shall elect an officer to fill the new term, which may or may not be the individual elected to complete the preceding unexpired term.

ARTICLE IV: MEETINGS

1. All meetings of the Policy Advisory Committee will comply with statutes and rules requiring open and public meetings.

2. The conduct of all meetings of the Policy Advisory Committee shall be generally governed by the most recent edition of Robert's Rules of Parliamentary Law.
3. A quorum of the Policy Advisory Committee shall consist of a simple majority of the members.
4. Notice of Policy Advisory Committee meetings and a proposed agenda shall be mailed to all Policy Advisory Committee members not less than five days prior to the scheduled meeting date of the Policy Advisory Committee.
5. The minutes of any meeting shall be made available to all Policy Advisory 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, provided enough members are present to make a quorum.
2. A supermajority vote of 75% of those members present shall be required for Plan amendment approval or changes to these bylaws.

ARTICLE VI – COMPENSATION

1. Policy Advisory Committee members may be compensated for meetings and expenses incurred by the member LGU they represent according to the policies of the respective LGU.
2. Policy Advisory Committee members may not be compensated for meeting time and expenses using funds granted by the state for implementation of the Plan.

ARTICLE VII – SUBCOMMITTEES OF THE POLICY ADVISORY COMMITTEE AND OTHER COMMITTEES

1. The Policy Advisory Committee may appoint subcommittees for the purpose of assisting the Policy Advisory Committee in the performance of its duties. Except for a Policy Advisory Committee member appointed to a subcommittee, no other member of a subcommittee shall be able to make motions for consideration to the Policy Advisory Committee or vote on matters put before the Policy Advisory Committee.
2. The Policy Advisory Committee shall establish a Local Implementation Work Group. The Advisory Committee will routinely advise the Policy Advisory Committee on the implementation of the Plan. The Local Implementation Work Group, in accordance with the policies adopted for funding used to implement the Plan, may make recommendations to the Fiscal Agent.
3. The Policy Advisory Committee may appoint technical representatives to a Technical Advisory Committee to provide support and make recommendations on implementation of the Lower Minnesota River West Comprehensive Watershed Management Plan. The Technical Advisory Committee may consist of the Local Implementation Work Group, contacts for the state's main water agencies (Board of Water and Soil Resources, Minnesota Department of Agriculture, Minnesota Department of Health, Minnesota Department of Natural Resources, Minnesota

Pollution Control Agency, and Environmental Quality Board), and/or plan review agencies, and area stakeholders. The Technical Advisory Committee will meet as needed.

ARTICLE VIII: MEETING LOCATION

1. All regular meetings of the Policy Advisory Committee will be held at the USDA Service Center Conference Room (112 5th Street Gaylord, MN 55334). The Policy Advisory Committee, at its own discretion, may change the location.

ARTICLE IX: MISCELLANEOUS

1. Portions of these bylaws may be suspended temporarily by a two-thirds (2/3) majority vote of the Policy Advisory Committee members present.

2. Addition to, alteration, or repeal of any part of these bylaws by the Policy Advisory Committee may be made at any meeting if there is sixty days advance written notice of the proposed change and the changes are approved by a super majority vote of the Policy Advisory Committee members present.

3. The Policy Advisory Committee's official records and the requirements of the BWSR grant agreement shall be maintained by Sibley Soil and Water Conservation District until the termination of the Agreement. The maintenance and disposition of these records shall be in accordance with applicable laws.

4. The Policy Advisory Committee's fiscal agent for the purposes and requirements of the BWSR grant agreement shall be maintained by Sibley Soil and Water Conservation District. The maintenance and disposition of these records shall be in accordance with applicable laws.

5. All expenses incurred by the Policy Advisory Committee, or its subcommittees must have prior recommended approval of the Policy Advisory Committee and have a signed invoice or claim form, which includes itemized expenses, to be submitted for Policy Advisory Committee approval at their next meeting. All claims must be submitted within sixty days in which they were incurred.

6. 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, those statutes will govern.

ARTICLE X – CERTIFICATION

1. These By-laws were adopted by a vote of 6 ayes and 0 nays by the members of the Policy Advisory Committee on June 1st, 2023.



(Secretary signature & organization)

