

# **Cannon River Watershed Joint Powers Board Bylaws**

## **Article I. Authority and Name of Organization**

The Bylaws are adopted pursuant to Section III, Paragraph D of the Joint Powers Agreement establishing the Cannon River Watershed Joint Powers Board.

The name of this joint power's entity developed through a joint powers agreement for managing the Cannon River Watershed shall be the Cannon River Watershed Joint Powers Board (CRWJPB), acting on behalf of the Cannon River Watershed Joint Power's Organization (CRWJPO).

## **Article II. Definitions**

These terms shall have the following meanings unless the context in which they are used clearly indicates a different meaning:

“Agreement” means the Joint Powers Agreement establishing the Cannon River Watershed Joint Powers Board.

“Board” means the Cannon River Watershed Joint Powers Board (CRWJPB), which is the governing body of the CRWJPO.

“Member” means a signatory to the Agreement.

“Representative” means a person assigned by a Member to serve as the Member's representative to the CRWJPB.

## **Article III. Purpose, Mission, and Vision**

*Purpose:* Develop policies and projects cooperatively to achieve watershed plan goals and establish methods for measuring results over time.

*Mission:* Work collaboratively to improve and protect the natural resources within the Cannon River Watershed to ensure prosperity of our urban and agricultural communities.

*Vision:* Ensure land and water stewardship within the Cannon River Watershed reflects the diversity of our landscapes and provides opportunities for future generations.

## **Article IV. Member Voting**

Each Member shall appoint one primary representative from its respective Board to serve as the voting representative to the CRWJPB. Each Member shall also appoint an alternate representative. All representatives, whether primary or alternate, must be current members of the respective Board and must be appointed by the respective Boards. Each Member shall have one vote. All votes must be made in person. Member representatives shall be appointed for a two-year term and may serve successive terms. Terms will begin January 1 of even numbered years.

## **Article V. Board Meetings**

Regular meetings of the Board shall be held at such time as designated by the Board. All regular meetings of the Board will be held at a Rice County Government Services Building. The Board, at its own discretion, may change the location. Meeting notices shall be posted and published in compliance with the Minnesota Open Meeting Law. The first meeting of each calendar year shall be considered an

Annual meeting and include the election of officers. Special meetings may be called by the Chair or Vice Chair, or upon the written request of three Members either through their representatives or their respective boards. A minimum of two meetings will be held each calendar year. A quorum shall be a simple majority of the Members.

#### **Article VI. Parliamentary Authority**

The rules contained in the current edition of Robert's Rules of Order shall govern the Board in all cases to which they are applicable and in which they are not inconsistent with law, the Agreement or these bylaws.

#### **Article VII. Officers**

The officers of the Board shall be a Chair, Vice Chair, a Secretary, and a Treasurer. Officers shall be selected by majority vote. The terms of office shall be one year. The Board may select the same officers to unlimited consecutive one-year terms. Member staff may support the duties of the elected officers.

#### **Article VIII. Powers and Duties of Officers**

The Chair shall preside at meetings of the CRWJPB. The Vice Chair serves in absence of the Chair. If a vacancy in the Chair position occurs, the Vice Chair will succeed to the office and an election for a new Vice Chair will be held at the next meeting. If a vacancy in either the Secretary or Treasurer position occurs, the Chair may either call for an election at the next meeting or appoint an officer to serve until the next election takes place.

#### **Article IX. Committees**

**Executive Committee:** The Board shall create an Executive Committee comprised of the Chair, Vice Chair, Treasurer and Secretary and one Board members at large. In appointing members, the Board will endeavor to have the Executive Committee be represented by each of the six counties within its organizational boundaries and be comprised equally of County Commissioners and Soil and Water Conservation District Supervisors.

**Standing Committees:** Standing committees needed for a specific time, specific purpose, or to address ongoing issues and concerns may be established by the Chair or by a majority vote of the CRWJPB. Standing Committees shall meet at such times as necessary to carry out the business of such committee. Assignments to each committee shall be determined at the annual meeting of the Board.

#### **Article X. Dues**

Dues will be made part of the annual budget process and shall be consistent with the Agreement. For the purposes of dues and financial reports, the fiscal year shall be the calendar year.

#### **Article XI. Compensation**

Member representatives shall not receive compensation from the CRWJPO, unless specifically described in an agreement with the CRWJPB.

#### **Article XII. Agreements**

The CRWJPB may enter into agreements with Members, agencies, individuals, or private firms for administrative, technical, educational, fiscal, or legal services. The CRWJPB may approve any contract consistent with goals of the CRWJPB and may authorize its chair to execute these contracts.

**Article XIII. Amendments**

The CRWJPB may amend these bylaws by super majority vote of 75 percent of those voting Members in attendance provided the amendment has been submitted in writing and provided to each Member representative 30 days in advance.

**Article XIV. Effective Date**

These bylaws shall take effect immediately on approval by the CRWJPB.

Date Approved: April 7<sup>th</sup>, 2021