



## Sand Hill River Watershed 1W1P

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Policy Committee Bylaws  
of the  
Sand Hill River Implementation Partnership

Member local units of government are Mahnomon, Norman, and Polk Counties,  
Mahnomon, Norman and East and West Polk Soil and Water Conservation Districts  
and the Sand Hill Watershed District

ADOPTED April 10, 2024

(date adopted)

These bylaws establish rules governing the conduct of business by the Policy Committee of the Sand Hill River Implementation Partnership.

**ARTICLE I: PURPOSE**

1. The purpose of the Policy Committee is to collectively implement, as local government units, the Sand Hill River Comprehensive Watershed Management Plan per the provisions of the Plan.
2. The Policy Committee operates under a Memorandum of Agreement. The Member local units of government are Mahnomon, Norman, and Polk Counties, Mahnomon, Norman and East and West Polk Soil and Water Conservation Districts and the Sand Hill Watershed District
3. All parties recognize the importance of partnerships to implement the protection and restoration efforts for the Sand Hill River Watershed on a cooperative and collaborative basis. The Policy committee will provide assurances that decision-making will occur spanning multiple political boundaries.

**ARTICLE II: MEMBERSHIP PROVISIONS**

1. The membership of the Policy Committee shall be comprised of at least 8 members as designated by the governing board of each member local unit of government. If the designated member is unable to attend a scheduled meeting, another member of that governing body may attend in their absence.
2. Members of the Policy Committee shall serve to run concurrently with each Policy Committee member's term on their 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 Chair, Vice Chair, and a Secretary elected by members of the Policy Committee at their first meeting
  - a. The Chair shall:

- i. Serve as Chair 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 Chair shall:
    - i. Discharge the Chair's duties in the event of the absence or disability of the Chair.
  - 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.
    - 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. 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 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 Minnesota Statutes Chapter 13D and any other applicable statutes and rules requiring open and public meetings.
2. Members may participate either in person or virtually as permitted by open meeting laws.
3. 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*.
4. A quorum consisting of a minimum of 5 attending members of the Policy Committee shall be required to conduct any business of the committee.

5. All votes by Policy Committee members shall be made by those in attendance either in person or attending virtually.
6. Notice of Policy Committee meetings, last meetings minutes and a proposed agenda shall be emailed to all Policy Committee members not less than 7 days prior to the scheduled meeting date of the Policy Committee.

#### **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 an amendment to a plan, work plan, grant agreement amendment, or changes to bylaws.

#### **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 implementing the Sand Hill River Watershed Comprehensive Watershed Management Plan.

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

1. **Steering Committee** – shall include a staff member from each local government unit or other members as necessary. Each local government staff member will routinely advise their representative/delegate of the Policy Committee on the content and implementation of the Sand Hill River Watershed Comprehensive Watershed Management Plan, and on issues of policy and administration related to the plan. The Steering Committee will meet at least quarterly to discuss project and grant status.
  - a. The Steering Committee may form subcommittees to increase Steering Committee effectiveness or to address specific topics or project areas. Each subcommittee shall report to the Steering Committee.
2. **Advisory Committee** - shall include the members of the Steering Committee along with 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

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. Each member of the Advisory Committee ultimately serves at the discretion of the Policy Committee.

3. The Policy Committee may appoint subcommittees for the purpose of assisting the Policy Committee in the performance of its duties. 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.

**ARTICLE VIII: MEETING LOCATION**

1. All regular meetings of the Policy Committee will be held at the Sand Hill River Watershed District Office or other location within the watershed as needed.

**ARTICLE IX: MISCELLANEOUS**

1. Portions of these bylaws may be suspended temporarily by a supermajority vote of the Policy Committee as defined in Article V.
2. A request of an addition to, alteration, or repeal of any part of these bylaws by a Policy Committee member may be made at any meeting, 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 maintenance and disposal of these records shall be in accordance with the respective fiscal agent data practices and records retention policies and conform to other applicable laws.
4. All expenses incurred by the Policy Committee, or the Advisory Committee 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 5 ayes and 0 nays by the members of the Policy Committee on April 10, 2024



(Secretary signature & organization)