

Minnesota Association of Watershed Districts (MAWD)
Manual of Policy and Procedures (MOPP)
October 25, 2019

This document is authorized, effective October 25, 2019, under Section 1.6 of the Bylaws to provide the necessary details for the day-to-day operations of the organization. This document is the Manual of Policy and Procedures sometimes referred to as the Policies and Procedures Manual in the Bylaws.

Section I.

Corporate Office and Authority

- 1.1 Offices: The registered office of the Corporation shall be designated annually by the Board of Directors. If such site is located in a private home, there must be reasonable provision for access to any stored materials. The office shall be established by a contract, lease or a "Memorandum of Understanding." As of, January 1, 2019, the office shall be located at the offices of the Capitol Region Watershed District, 595 Aldine Street, St. Paul, MN 55104.
- 1.2 Authority for Contracts: Unless specifically delegated to the Executive Director by written action of the Board of Directors, only the President, or Vice-President if the President is incapacitated, can sign a legally binding contract or agreement for the corporation. Any such agreement must be supported by either a Memorandum of Understanding or an action of the Board of Directors by majority vote, noting agreement along with the delegation of authority, if any.

Section II.

Membership

- 2.1 Delegates and Alternates: Prior to a Regular or Special Meeting of the membership, the Executive Director shall send to every member in good standing a written request asking for the identity of delegates and alternates as defined in Section 2.2 of the Bylaws. Any nametags provided for attendees, shall indicate the voting status of the managers in an easily visible manner.
- 2.2 Membership Dues and Eligibility: Each member will receive an annual dues statement. The statement will include the amount of dues determined in MOPP Section 6.3 and 6.4. If dues are not paid in accordance with Section 6.3 of the Bylaws and other arrangements have not been agreed to by the Board of Directors, the Treasurer shall send out a written notice to the member informing them of the loss of their good standing 30 days in advance of such action

taking place. If the member's good standing is terminated, then the member is ineligible to serve on the board or vote at any meeting of the membership or board of directors.

- 2.3 Termination of Membership: Voluntary withdrawal of membership under Section 2.4 of the Bylaws shall be presented to a subsequent Board meeting noting the termination and any delegation of authority in the minutes of that meeting.
- 2.4 Qualification of Voting Member Representatives: Each voting member representative is appointed by their appropriate sponsoring agency. If there is a question regarding the eligibility or status of a member representative to vote or enter into meeting discussions, such member representative may be considered as "Suspended" until his or her status can be properly verified in writing.

**Section III.
Meetings of Membership**

- 3.1 Meetings: At the direction of the Board of Directors, meeting times, locations, content or any other functional details may be delegated to the Executive Director for execution. Unless specifically delegated to the Executive Director by written action of the Board of Directors, the President or the Vice President are the only authorized signee on any contract required for these arrangements.
- 3.2 Voting Members: The Executive Director shall provide appropriate nametags or other clearly visible form of identification to attendees and voting delegates or alternates such that an accurate count of votes for or against an item may be properly tabulated. The President may delegate authority to the Secretary or other Board of Directors members to assist in the identification of proper voting authority and the subsequent counting of votes. The President may also request that voting delegates sit in an assigned area of the meeting facility to expedite the process.

**Section IV.
Board of Directors, Membership Criteria**

4.1 Regional Assignments: Pursuant to the Bylaws, there shall be three Regions of MAWD. In as much as possible those regions should be geographically integral with reasonable proximity. (Attached to the MOPP will be an Appendix, which shall be a map of the State of Minnesota, showing the location of Watershed Districts and Water Management Organizations.) The current regional membership is as follows:

Region I

Joe River	Sand Hill River	Middle Snake Tamarac Rivers
Two Rivers	Wild Rice	Pelican River

Roseau River
Warroad

Buffalo-Red River
Cormorant Lakes

Red Lake
Bois De Sioux

Region II

Buffalo Creek
Turtle Creek
Cedar River
Crooked Creek
Heron Lake

Upper Minnesota River
Okabena-Ocheda
Yellow Medicine River
Middle Fork Crow River
Kanaranzi-Little Rock

Shell Rock River
High Island
Clearwater River
North Fork Crow River
Lac Qui Parle-Yellow Bank

Region III

Lower Minnesota River
Minnehaha Creek
South Washington
Carnelian Marine
Capitol Region
Mississippi WMO

Brown's Creek
Nine Mile Creek
Valley Branch
Rice Creek
Coon Creek
Bassett Creek WMC

Prior Lake-Spring Lake
Comfort Lake -Forest Lake
Ramsey-Washington Metro
Riley-Purgatory-Bluff Creek
Vadnais Lake Area WMO
Lower Rum River WMO

**Section V.
Officers & Committee Responsibilities**

5.1 President: In addition to the duties specified in Article V of the Bylaws, the President shall:

- (a) Act as the chief executive and principal officer of the corporation.
- (b) Exercise supervision over all activities of the corporation.
- (c) Represent and speak for the corporation to other organizations, associations, and the public.
- (d) Preside at all meetings of the members and of the Board of Directors.
- (e) Execute letters or other documents necessary to carry out the purposes of the organization.
- (f) Serve as chair of the Board of Directors.
- (g) Give a report at the annual meeting of the activities of the corporation and of the Board of Directors for the preceding year.
- (h) Enlist the assistance of the Executive Director to aid in the performance of duties as needed.

5.2 Vice-President: In addition to the duties specified in Article V of the Bylaws, the Vice-President shall:

- (a) Enlist the assistance of the Executive Director to aid in the performance of duties as needed.

5.3 Secretary: In addition to the duties specified in Article V of the Bylaws, the Secretary shall:

- (a) Review and certify the correctness of minutes.
- (b) Publish and distribute to all members and directors any approved minutes and agendas so prepared prior to the next meeting of members or directors, and post on the MAWD website.
- (c) Carry on all official correspondence in the name of Minnesota Association of Watershed Districts, Inc.
- (d) Give a report at the annual meeting of the corporation of all major policy decisions during the preceding year and shall present for acceptance, the minutes of the previous annual meeting.
- (e) Enlist the assistance of the Executive Director to aid in the performance of these duties as needed.

5.4 Treasurer: In addition to the duties specified in Article V of the Bylaws, the Treasurer shall:

- (a) Notify members of unpaid dues and to collect the same.
- (b) Have the power to endorse to the order of the designated bank only and deposit all moneys, drafts, checks and CD's in the name of and to the credit of the corporation at such banks and depositories as the majority of the Board of Directors shall designate from time to time.
- (d) Disburse corporate funds by check bearing his/her signature. Should the Treasurer be unavailable, then the signature of any officer of the Board of Directors shall be accepted.
- (e) In conjunction with the Finance Committee, prepare and present an annual budget for the organization first to the Board of Directors who shall send it on to members at the annual meeting or special meeting.
- (f) Coordinate with the accountant and Finance Committee to select an auditing firm qualified to review all financial activities of the organization and present the results of said "Review of Agreed Financial Procedures" to the members at the Annual Meeting.
- (g) The Treasurer, with the direction and authorization of the Board of Directors shall select and facilitate the establishment of the "Official Bank" of MAWD. All funds collected for dues, events or other processes on behalf of MAWD shall be deposited in this account. Appropriate checks, credit cards or other financial instruments

necessary for MAWD's operations shall be prepared by and supported by the selected bank.

- (h) In conjunction with the Finance Committee, select a qualified person or firm to provide routine accounting services to the organization.
- (i) Enlist the assistance of the Executive Director to aid in the performance of these duties as needed.

5.5 Committees of the Board of Directors: The Board of Directors may create such committees as necessary to meet the needs of the organization. "Standing Committees" are referenced in the Bylaws while additional ad hoc committees may be designated by the President and agreed to by the Board of Directors. Committees should be chaired by a director on the Board of Directors, or a designee as identified by the President, but should include a member from each Region and may include administrators as their knowledge or unique skills may be especially qualified. Current committees include:

Standing Committees: Finance, Personnel, and Resolutions/Policy

Ad Hoc Committees: Governance (Bylaws/MOPP and Strategic Plan), Education, Legislative, and Events (Summer Tour, Annual Meeting, and Awards)

Section VI.

Fiscal Year and Member Dues

- 6.1 **Fiscal Year:** The fiscal year for the corporation will be October 1 through September 30 of each year.
- 6.2 **Budget:** The Finance Committee shall prepare a budget to fund the subsequent year's activities. Such budget must be first submitted to the Board of Directors for approval, then presented to the members at the Annual Meeting or a Special Meeting as set forth in the Bylaws.
- 6.3 **Dues, Regular Members:** A Watershed District's dues shall be based upon the taxable market value of real estate, as circulated by the Board of Water & Soil Resources, within or identified with the District, multiplied by .00048 to determine the maximum levy. Then multiply the maximum District levy amount by up to .005 to determine MAWD dues but, not to exceed \$7,500.00.

A Water Management Organization's dues will be \$500.00 annually for the first and second years of their membership. Specific calculation of their dues for subsequent years will be determined by the MAWD Board in 2020.

6.4 Dues/Fees: The dues and fees of the organization shall be prepared by the Treasurer and Finance Committee based upon the projected financial needs of the coming year. They must first be reviewed by the Board of Directors and then presented to the members at the Annual Meeting or Special Meeting called for this purpose. The dues of the organization shall be applied to all members and associate members as determined by the Board of Directors.

Section VII. Employees

7.1 Employees, Titles & Compensation: The Board of Directors shall be responsible for hiring employee(s) as needed. The Board of Directors shall determine the title of the position and the compensation, both direct and supplemental or as benefits, for any employee. At a minimum, all compensation should be reviewed annually by the Personnel Committee in conjunction with the Treasurer and Board of Directors.

7.2 Contracts: All employees or contractors under the direction of the Board of Directors shall have a written job description and an executed contract or letter of agreement setting forth the terms and conditions of their employment or provision of services.

7.3 Personnel Committee: The Board of Directors may delegate employee management responsibilities to the Personnel Committee, with the exception of the compensation review as provided in Section 7.1.

7.4 Performance Review: Every employee shall have an annual performance review prepared and presented by the Personnel Committee.

7.5 Contractor Review: All contractors shall have their contracts or service agreements reviewed by the Board of Directors prior to execution and annually for any renewal or extension.

Section VIII. Resolutions and Petitions

8.1 Resolutions: The Resolutions Process is defined in Article VIII of the Bylaws.

(a) The Resolutions Committee may review resolutions referred to it, combine those essentially similar, reject resolutions that are currently active, and draft resolutions on its own for consideration by the Board of Directors.

(b) All policy resolutions adopted at the Annual Meeting shall cease to be active and in effect at the end of the Annual Meeting in the fifth year following the resolution's adoption unless said resolution is resubmitted through the resolutions' process and adopted. This is known as the Sunset Policy.

(c) All policy resolutions subject to the Sunset Policy shall be distributed for review at least 3 months prior to the Annual Meeting at which it will cease to be active and in

effect.

8.2 Petitions: When petitions are received in accordance with Article VIII of the Bylaws, then:

- (a) If the petition requires a change to the bylaws, it will be added to the agenda of the next regular meeting of the membership.
- (b) If the petition only requires a change to the MOPP, it shall be considered at the next scheduled meeting of the Board of Directors.
- (c) If deemed by the Board of Directors to be of such significant content that a Special Meeting should be called to discuss and act upon it shall be done at the discretion of the Board of Directors and must include the one-month distribution to members prior to the meeting.

Section IX.

Expenses and Per Diem

9.1 Expenses: Reimbursable expenses may include, but are not limited to, the following: commercial transportation (air, taxi, rental car, etc.); meals including tax and a reasonable gratuity; hotel and motel accommodations; parking fees and toll charges. Should any expense item exceed \$25.00 an appropriate receipt is required for compensation to be approved.

The Internal Revenue Service (IRS) requires business expenses to be submitted for reimbursement within 60 days. The MAWD Board has determined that a quarterly submission is acceptable if submitted within the first week of the subsequent quarter.

9.2 Per Diem: Per the discretion of the Board, the per diem will match but not exceed the amount authorized by the Legislature in State Statute. One per diem for regularly scheduled or special meetings, meetings of committees to which members are assigned and recognized, and Special Meetings called by the Board Chair. This does not apply to meetings of organizations, groups and local governments. Mileage for such meetings may be claimed if in excess of 25 miles round trip.

Participation in regular Board meetings, Special meetings as called by the Board Chair, and committee meetings to which members are assigned, where participation is conducted by electronic means is considered the same as attendance in person such that a per diem may be claimed.

One per diem for four or more hours spent in preparation time for each Board meeting, each committee meeting or each special meeting of the board. Preparation time in excess of four hours for a meeting cannot be banked.

One per diem plus mileage will be paid for attending other watershed district or WMO board or other association meetings as authorized by the MAWD President.

In no instances will more than one MAWD per diem payment per day be permitted under this policy.

Vehicle travel will be reimbursed at the standard Federal IRS mileage rate in effect at the time of travel.

9.3 Executive Director Expenses: The Executive Director of MAWD is an employee. Approval for his or her expenses as well as salary and all other forms of compensation should be submitted to the President for awareness and approval for payment, then presented to the Treasurer for execution of expense and compensation payments from MAWD funds.

Section X. Chapters

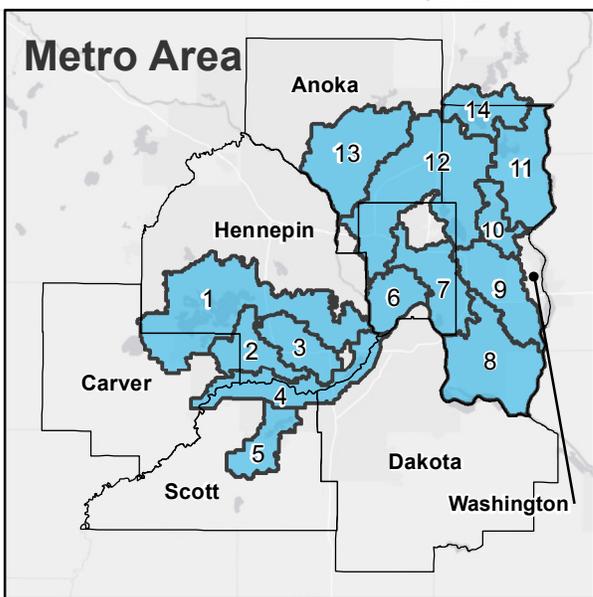
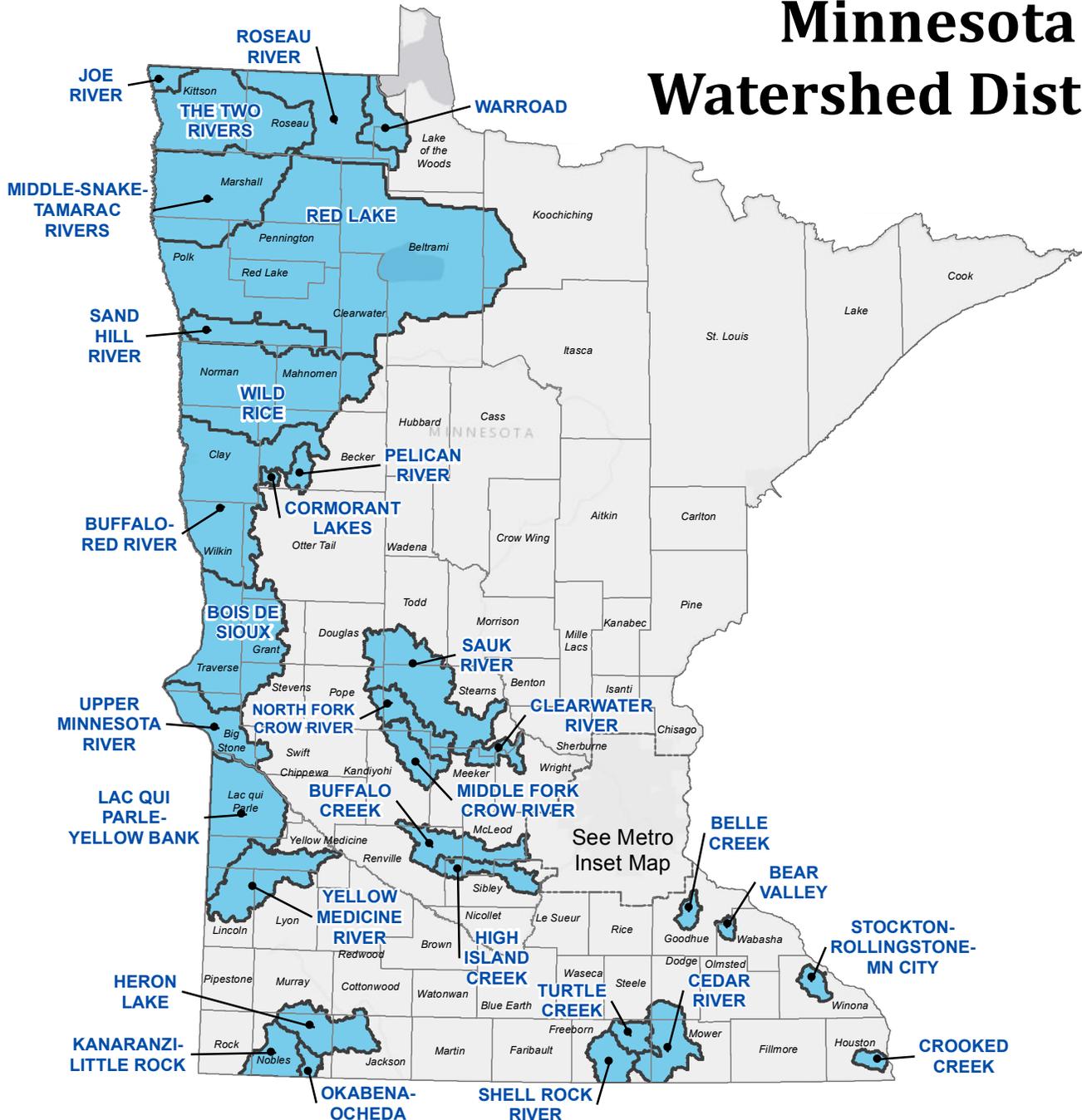
10.1 Establishment: The authority for the formation of Chapters is found in Article IX of the Bylaws.

10.2 Chapters: Chapters are authorized in the Bylaws. There is currently only one chapter formed and that is Metro MAWD, which represents members in Region III, who are generally in an area considered as the metro. For purposes of this document a chapter is a group of member organizations who have chosen to affiliate and meet as a group, perhaps in conjunction with “One Watershed, One Plan” activities, and have requested identification as a chapter in writing to the MAWD Board of Directors.

Section XI. Amendments and Revisions

11.1 Amendments and Revisions: The Manual of Policy and Procedures (MOPP) has been established by the Board of Directors. Section 1.6 of the Bylaws allows the MOPP to be amended at any time by vote of the Board of Directors, if placed on the agenda and distributed to the Board of Directors prior to a regular or scheduled special meeting.

Minnesota Watershed Districts

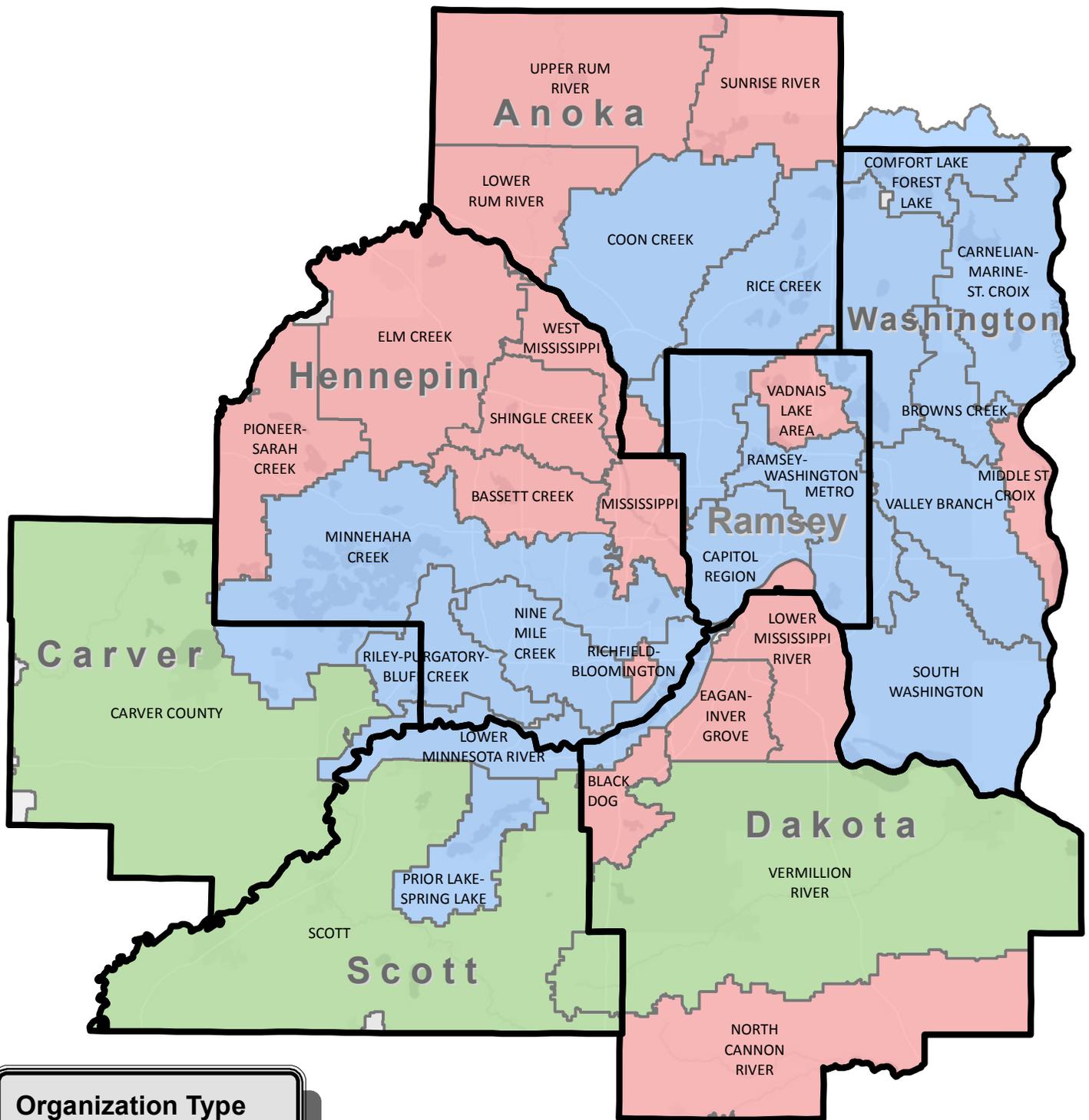


- ### Metro Watershed Districts
- 1, MINNEHAHA CREEK
 - 2, RILEY-PURGATORY-BLUFF CREEK
 - 3, NINE MILE CREEK
 - 4, LOWER MINNESOTA RIVER
 - 5, PRIOR LAKE-SPRING LAKE
 - 6, CAPITOL REGION
 - 7, RAMSEY-WASHINGTON METRO
 - 8, SOUTH WASHINGTON
 - 9, VALLEY BRANCH
 - 10, BROWNS CREEK
 - 11, CARNELIAN-MARINE-ST. CROIX
 - 12, RICE CREEK
 - 13, COON CREEK
 - 14, COMFORT LAKE FOREST LAKE



Updated 11-2016

Metro Watershed Management Organizations (Metro WMOs)



Organization Type

- Watershed District
- Joint Powers WMO
- County WMO
- County Boundary

