

**Southwest MN Area V MN Associations of Conservation District Supervisors
(MASWCD/Southwest MN Area V)
By-Laws as adopted March 18, 2010**

ARTICLE I – Name:

The name of the Association is the Southwest MN Area V Minnesota Association of Soil and Water Conservation Districts.

ARTICLE II – Objectives:

Section 1

The objective of the Association is to advance the wise use and protection of all natural resources of the Soil and Water Conservation Districts of Southwest MN Area V and is organized under the Minnesota Association of Soil and Water Conservation Districts, for charitable, educational, and scientific purposes.

Section 2

To carry out the objectives, the Association will encourage, cooperate, and participate with Southwest MN Area V Soil and Water Conservation Districts and supervisors in promotional, educational, and legislative efforts which will advance conservation of all the natural resources with emphasis on agricultural and forested lands.

Section 3

An issue or controversy may come up for which the Association should or must establish a position

Section 3a ~ Procedure for Establishing Positions by Resolution

Resolutions may be presented at any regular meeting for consideration by the membership. Twenty-five copies must be presented at or before the time of introduction. A resolution will pass when a majority of votes cast are in favor. Resolution to be brought before the Minnesota Association of Soil and Water Conservation Districts Annual Meeting (State) must be considered by Southwest MN Area V Association at or before the June meeting. A position may be rescinded by resolution.

Section 3b ~ Resolutions of Similar Intent

Resolutions of similar intent or content will be considered by the Executive Committee for combination.

Section 3c ~ Resolutions on Existing Policies or Positions

Resolutions expressing existing policies or positions will be considered by the Executive Committee, declared existing policy and then set aside.

ARTICLE III ~ Membership:

Section 1

Members of the Association are Soil and Water Conservation Districts within the boundaries of Southwest MN Area V as set by the Minnesota Association of Soil & Water Conservation District (State Association).

Section 2

Each member Soil and Water Conservation District will have five votes, one for each active district supervisor. A supervisor must be present to cast his/her vote. A supervisor is considered to be active when he/she is currently carrying out the duties of his/her office as an incumbent district board member.

Section 3

Advisory members will be invited by the Executive Committee from organizations interested in the Association's objectives. Advisory members will have no noting privileges.

ARTICLE VI ~ Dues:

The budget and dues will be established by the Executive Committee subject to approval at the Annual Meeting.

ARTICLE V ~ Officers and Executive Committee:

Section 1

Officers of the Association will be a director, Co-director, Secretary/Treasurer, and PR&I person. All officers will be active supervisor of member districts.

Terms of Office:

- PR&I: 1 year term
- Director, Co-Director & Sec/Treasurer: 1 year term

Candidates receiving the majority of votes cast at the Association Annual Meeting will serve a term of office starting at the end of the Annual Meeting.

Section 1 a ~ Director's Duties

The **Director** will preside at the meetings of the Association, serve as the representative of the Association to the Minnesota Association of Soil and Water Conservation Districts (State Board of Directors), serve as the chairperson of the Executive Committee and call its meetings, appoint members of committees, and perform other duties as necessary to the office.

Section 1 b ~ Co-Director's Duties

The **Co-Director** will perform the duties of the Director in his/her absence, assume the office of Director should he/she is unable to complete his/her term, and other duties as assigned by the Director.

Section 1c~ Secretary/Treasurer Duties

The **Secretary/Treasurer** will take attendance and keep minutes at Association meetings and distribute them to SWCD's within two weeks of the meeting, bill and collect dues following the Annual Meeting, keep the financial affairs of the Association providing a financial report at the Annual Meeting, and perform other duties necessary to the office.

Section 1d ~ PR& I (Public Relations and Information) person's duties

The **Public Relations and Information (PR&I)** person shall coordinate legislative activities between Southwest MN Area V and the Minnesota Association of the Soil and Water Conservation District (State Association), and provide other educational information to Southwest MN Area V SWCD's as necessary.

Section 2 ~ Executive Committee

The Association will be governed by an Executive Committee which will include the Director, Co-Director, Secretary/Treasurer, and Public Relations and Information person

Section 2a ~ Quorum of Executive Committee

A quorum of the Executive Committee will be three (3) members. The committee may meet in person or by other means.

Section 3

Compensation will be paid to officers and Executive Committee members for meetings other than regular area meetings. Travel and subsistence expenses incurred by the officers performing work of the Association will be reimbursed. Compensation for regular area meetings will be paid by the home soil and water conservation district.

ARTICLE VI ~ Powers and Duties of the Executive Committee

Section 1

The Executive Committee will control the funds of the Association, fill vacancies within itself, not to include the office of director, establish special meetings for periods of one year, prepare annual review, and update a written, tentative plan of action for the Association. At the first area meeting of the new year, prepare an annual budget and report, convene meeting, keep members information of its actions and affairs, and keep constructive relationships with advisory members.

Officers of Association that must have check signing authority and be listed on check signature card will be: director, Secretary/Treasurer and Co-Director. No officer of the Association may issue funds to self from Association accounts.

ARTICLE VII ~ Meetings:

Section 1 ~ Quorum for area meetings

A quorum for area meetings shall consist of representation from the 8 (change to 6 of (11) Southwest MN Area V Soil & Water Conservation Districts.

Section 2

The Executive Committee will convene and Annual Meeting for the purpose of electing officers and submitting budget, annual, and committee reports to the membership. Additional meetings and events will be convened as identified in the written, tentative annual plan.

Section 3

Special meetings of the membership may be called by the Executive Committee with 15 days notice to the membership. Special meetings will be limited to the consideration of business as called for in the notice unless a quorum of the Association is present and a motion to consider other business is approved by a two-thirds (2/3) majority of the members present.

Section 4

A Nominating Committee of three will be appointed by the Director from the membership, not including officers. The Nominating Committee will be formed at the area meeting in advance to the Annual Meeting to prepare a list of members who would be willing to serve as officers. Nominations will be taken from the floor.

ARTICLE VIII ~ Publications:

The Executive Committee may prepare, publish, and/or distribute publications to further the Associations objective.

ARTICLE IX ~ Amendments:

The bylaws may be amended by the membership by resolution effective on adoption.

Guidelines adopted by the Southwest MN Area V Association on March 18, 2010

By-Laws were forwarded as amended to each SWCD in the association on March 24, 2010