

**BY-LAWS OF
MINNESOTA ASSOCIATION OF SOIL AND WATER CONSERVATION DISTRICTS
AREA II**

Article I: Name

The name of this Association is: Minnesota Association of Soil and Water Conservation Districts - Area II.

Article II: Purpose

The purpose of this Association is to education and the wise use of all natural resources in the Soil and Water Conservation Districts of this Area, through educational, financial and technical assistance.

Article III: Membership

Membership in the Association shall consist of Soil and Water Conservation Districts in the Area as designated by the State Association.

Voting on all matters that come before this Association shall be by individuals, in attendance, who are elected supervisors of the member districts which have paid their current dues.

Article IV: Dues

Dues for the following year, for member districts shall be set by majority vote at the annual meeting of this Association. Dues are payable by March 1st of each year. The fiscal year shall coincide the calendar year.

Article V: Meetings

This Association shall have three Area meetings year held on a date selected by the Executive Committee.

1. The spring meeting shall be held during March or April.
2. The resolution meeting shall be held during June or July.
3. The annual meeting shall be held during October or November.

Other special meetings may be held on call of the Executive Committee or at the request of two or more of the Soil and Water Conservation Districts in the Area.

A quorum for any meeting shall consist of at least one supervisor from eight or more member districts.

Situations not covered by these by-laws shall resolved by reference to the latest edition of Roberts Rules of Order.

Article VI: Officers

All officers of this Association must be elected supervisors of the member districts. The officers shall consist of: Director, Co-Director and Secretary-Treasurer. These three officers are the Executive Committee.

1. Duties.

The Director shall preside at all meetings of this Association and shall perform the duties normally associated with this office. The Director shall serve as Area Representative of the State Association.

The Co-Director shall preside in the absence of the Director and perform the duties normally associated with this office. The Co-Director shall serve as Alternate Area Representative of the State Association.

The Secretary-Treasurer shall bill the member districts for annual dues, collect, deposit, and disburse monies authorized by the Association with a depository approved by the Executive Committee, present a financial statement at each Area meeting and shall perform all other duties normally associated with this office.

2. **Elections and Terms of Office.**

The Director shall appoint a Nominating Committee of two or more who must be supervisors. Nominations may also be made from the floor.

Elections shall be by secret ballot if more than one person is nominated for any office.

All officers must be elected supervisors of member districts and must remain supervisors to continue to hold office. The normal term of office shall be two years, beginning at the close of the MASWCD Annual Meeting.

The Director and the Co-Director shall be elected in odd-numbered years and the Secretary-Treasurer shall be elected in even-numbered years.

3. **Vacancies.**

Vacancies in any office shall be filled by appointment by the remaining members of the Executive Committee. Appointees shall serve only until the next annual meeting at which time the vacancy shall be filled by election for either a one or two-year term, whichever is appropriate to maintain the two-year rotation established above.

4. **Compensation.**

The officers of this Association shall be reimbursed for mileage and meals at the rate approved by the State when on Association business. They shall also receive per diem payment at the established State Association rate. The Director or Co-Director shall receive per diem payment when representing the Area at the State Association meetings.

Article VII: Committees

The Executive Committee of this Association shall be the Director, Co-Director, and Secretary-Treasurer. The NRCS Area Conservationist and the BWSR Board Conservationist shall serve as advisory, non-voting members of the Executive Committee. Representatives of other agencies and organizations may be invited to non-voting membership when deemed appropriate.

Other committees shall be appointed by the Director or the Executive Committee as needed. Such committees may include representation from other agencies or organizations concerned with natural resources in the Area.

Article VIII: Amendments

These by-laws may be amended by two-thirds majority vote of the member district supervisors attending any Area or special meeting of this Association. Notice of any proposed change must be mailed to all member districts at least thirty days before such meetings.

Adopted March 19, 1997