

“Team Up for Clean Waters”
Itasca Waters
Quarterly Board Meeting
Friday, April 23, 2018 4:00 pm
J135, Itasca County Courthouse

Board members present (quorum 8): Jan Best, Megan Christianson (arrived a bit late), Kathy Cone, Patty Gould-St. Aubin (left a bit early), Bill Grantges, Katy Hopkins (phone), Dave Lick, Bill Marshall, Tim Scherkenbach (phone), Davin Tinquist, Brian Whittemore

Technical Board present: Eric Raitanen, Dan Steward

Board absent: John Downing, Pat Leistikow, Jan Sandberg, John Zimmerman

Technical Board absent: Andy Arens, Moriya Rufer, Dan Swenson

Guests: Lynn Moratzka

1. Administrative Items

a. Agenda

Addressed previous discussion of a few items at Executive Committee meetings.

Approved the agenda distributed via email with the addition of three items: AIS enforcement, June 28 septic seminar, membership (Katie Hopkins is working with Shirley Loegering on regular membership-Patty GSA is handling businesses). (Dave Lick, ?) M/S/U

b. Minutes from Quarterly Board meeting January 19, 2018 (sent via email)

Skipped

c. Approve Treasurer’s Report

In Pat Leistikow’s absence, Dave mentioned discussion a few weeks ago with the Executive Committee. The financial reports distributed there are attachments #1 and #2. Currently in IW accounts \$79,000, about one-third is “old” Blandin money. The financial report from that Executive Committee meeting was distributed to all Board members with the minutes from that meeting.

Motion to approve the abbreviated Treasurer’s report. (Tim Scherkenbach, Kathy Cone) M/S/U

d. Ratify Past Actions of the Executive Committee (sent via email)

Motion to ratify past actions of the Executive Committee for the periods August 2017-October 2017 and February 2018 – April 2018 (attachments #3 and #4 circulated earlier via email) (Brian Whittemore, Bill Marshall) M/S/U

e. Resignations and Approval of New Board Members

a. Resignations: Grant Prokop, Dennis Anderson

Dave reported that John Zimmerman will be leaving Itasca County soon to relocate to the East Coast. Grant Prokop had to resign due to business reasons and Dennis Anderson also resigned. Dave has communicated with them, giving our thanks for their service.

b. Appoint new member Lynn Moratzka to term 2018 – 2019 (balances terms). There will be sixteen members, quorum nine.

Dave noted that we need a vice president to help run meetings. Dave asked for volunteers for that position—let him know.

Dave read a bio for Lynn (Attachment #5), including her educational and recent employment history and volunteer involvement (a bio will be included in the next annual report and on the IW website). She has recently retired to a family home on Trout Lake.

Motion to appoint Lynn Moratzka as a member of the IW Board for the term 2018-2019 (Dave Lick, Tim Scherkenbach) M/S/U

f. Clarify Members of Executive Committee

Currently members are the officers (Dave Lick, John Zimmerman, Pat Leistikow and Jan Sandberg) and committee chairs Brian Whittemore (PR Chair), Patty Gould St. Aubin (Membership Chair), Kathy Cone (Education), and Jan Best (co-PR Chair) and Tim Scherkenbach (Planning). Dave would like to involve Lynn on the Executive Committee. She should probably be involved as a committee chair or similar.

g. Bylaw Change (emailed to Board on March 31)

1. Article 3: “No person will serve longer than three successive terms except after an absence of ~~three~~ one years from the Board unless approved otherwise by a majority vote of the Board of Directors.

The change was distributed to the Board more than 10 days in advance of this meeting.

Motion to approve the bylaw change to Article 3 as noted in Attachment #6. (Kathy Cone, Davin Tinquist) M/S/U

h. Membership Fee

Jan Best noted previous discussion to change the fee to \$35 when John Z drafted the updated membership form. Jan Best added that the mailing going out today kept it at \$25 because the Board had not approved an increase. If we wish to increase this soon, the Board might want to approve an increase now. Ultimately, the Board declined to increase the fee for now.

Discussion: Has the number of members dropped? Katie will check on this. Patty GSA noted discussion that numbers, not dollars, have dropped. Katie added that they should develop a strategy to attract younger members, especially younger couples buying lake property. Jan Best added that a sizable portion of the membership donates at the lowest levels, possibly also donating to several other organizations at lower levels. Jan reviewed other organizations entry levels, and \$25 may be common. We have added an “Other” category to the form this year. Megan asked about the strategy for increasing the base fees. She liked the use of touch points for the donation amounts. But consider other payment options—PayPal is common. Also try to get as many emails in database as possible and avoid hard copy mail to attract younger audience.

i. Blandin Grant

Dave referred to discussion in the Executive Committee minutes. The first Blandin check is coming in May, one check a year. One action item that would sit well with Blandin is to *locate a Leech Lake tribal member for the IW Board*. Jan Best and Brian Whittemore are working on this. Dave referred to a recent article about the difficulty getting this type of funding (<https://www.mprnews.org/story/2018/04/13/minnesota-nonprofits-say-grant-search-has-gotten-tougher>) and we are really grateful to Blandin Foundation for this opportunity.

One part of the grant is to hire a part time coordinator and several Board members are working on this. Broadly, the position is 20 hours, \$25,000 a year. We could use some help in spreading the word although the job description is not finalized. Megan C reported on her experience with part-time work, including the possibility of fluctuating hours. She sees this as an opportunity for younger people where one member of a couple wants part-time work and is committed to this issue. She suggests two pages max for a job description—longer is too overwhelming. Job sharing is another idea. She suggested an interview team (more than two

people—4 or 5) is good. Board members interested in interviewing candidates include Brian W, Tim S, Lynn M. and Megan C—Dave L can sit in also. Another idea is to if we are looking for a set of products or a set number of hours. It would be nice to *get some of this done before July 1*. Tim is back early May. *Jan B will follow up with Blandin to confirm their thoughts on advertising the position. This group will meet as a task force to finalize details.*

j. Shoreland Project

Jan Best reviewed the recent activities for the Shoreland Guide project. She noted that copies are in storage and the rest have been mailed or distributed to several distribution points including AIS, ICOLA, SWCD, Environmental Services, DNR, and Blandin Foundation. Patty GSA will coordinate distribution of Guides to realtors and title companies.

Jan found a printing glitch with truncated text at the bottom of a page. Our options are to have all 5,000 copies reprinted or a significant reduction in the cost of the copies already printed. Consensus was to get 5,000 additional Guides printed it is anticipated that we will go through them quickly. This could also impact the fee charged for a Guide at events—maybe less than \$3. Other discussion that \$3 is odd amount—many may not have exact change. Tim asked if we could add a label (sheet) to make the correction—not sure it is needed given the specific error.

Motion to correct the printing error by accepting 5,000 reprinted copies. (Megan Christianson, Lynn Moratzka) M/S/U

Jan Best added that she and Brian stuffed a copy of the membership form into the Guides that will be distributed at the septic forum in June.

Additional Guide costs will be for gasoline for the van for transportation and plastic display holders for realtor offices. We should try to track who is getting the guides—# boxes, specific realtors, and similar. Jan B will oversee tracking which agencies and organizations get copies of the guides. Another cost is to “boost” availability and events on social media for the septic seminar and the Guide. The final cost for the Guide will be very close due to taxes.

Motion to approve up to \$100 for the promotion of the septic seminar and the Guide via Facebook boosting. (Megan Christianson, Tim Scherkenbach) M/S/U

Megan added that the plastic holder can be purchased for about \$6-10 each, cheaper in a pack of 12. We should then put our name and phone number on the reverse side in case the agency needs more copies and to prevent the holder from getting lost. Need about 18 for realtor and title offices). Megan will prepare the stickers and Patty GSA will purchase the holders.

Motion to appropriate \$200 to purchase display holders for the Shoreland Guide. (Megan Christianson, Jan Best) M/S/U

Discussion about other possible venues for distribution—Visitors Center, bank loan officers.

k. We are Water Project

Brian circulated a report before the meeting—Attachment #7. He reported that he is returning to the project after completing the website update. 14 partners—number may increase. Recent seminar had some ideas—maybe Ojibway welcoming language, or instructor to teach some words. Jennifer from Humanities may visit us in June/July to discuss the project with all partners. Meeting May 1 at the Reif about Relay of Voices—five runners running the length of the Mississippi that will include an artistic piece starting June – October 2019. The “voices” piece refers to a collection of community member voices from along the river.

l. Ruination Project

Brian reported on his presentation at the Forestry Committee meeting. Ruination (sponsored by Northern Lights) came up at the end—many people had strong push back to the name.

Brian described the event – September 2018, a moving play at multiple stations along a 6-mile trail to describe Grand Rapids 300 years in the future, degraded into dust, and the forces that created this situation. The name really bothered some people and they had questions about who decides the content. Discussion about what content to include. Dave described a recent discussion at MPL (hoping to apply for a grant). Brian then reviewed a letter he sent to Bud Stone as follow-up. Essentially, Northern Lights will avoid hot button topics such as Polymet and Enbridge and may change the name. He has since been told that they have changed the name.

m. Website Project

Most of the work is done. Things are going well so far. Now comes the time to market the website's purpose. Brian is working on a marketing plan with prices, hopefully for the next Executive Committee meeting. Some things should be done sooner rather than later given the time of year. If we are looking at billboards, Megan suggested booking now and doing more than one (booking rate is cheaper). The Reif's billboards may be available. Cost in town is likely \$400 month-\$900 month per billboard. Discussion about drive patterns along Hwy 169 and Hwy 2 and I35 to Hwy 2. Megan mentioned that Itasca Waters should have an identity rather than just a logo—fonts, logo.

Motion to approve up to \$2,500 for billboards in 2018 to come from the "old" Blandin Grant. (Dave Lick, Tim Scherkenbach) M/S/U

Brian also noted that he is working on an online method to join IW and a calendar. Hopefully the Webmaster will be the new employee.

2. Committee/Other Reports

Education: Dave reported that the Youth Summit work is in process, more kids (50+) than ever before. Greenway/Coleraine will come this year instead of Deer River. Dave has been asked about letting parents come, five per class and they bring their own lunches, more of an educational opportunity than crowd control. There are a few new ideas and Justin Liles is returning. Grant Fraser from KAXE will do photography and a program on KAXE.

Septic seminar June 28, 4-5 pm potluck, 5-7 pm septic demo and seminar, Wabana Township Hall. Bill Marshall is pulling together a brochure. There will be continuing ed credit for realtors. S&S Excavating is doing the Deer Lake compliance inspections and will be there.

AIS enforcement: Dave Lick and Davin Tinquist have been working with local law enforcement with goal to write a few tickets to make boaters aware that there are requirements. DNR is in, as is the US Forest Service and tribal government (all have enforcement authority). The Itasca County Sheriff will be running several saturations—not stopping cars on road—and the Sheriff will contact DNR to write the tickets. A press release will go out widely soon to advise of the cooperative relationship and likely future action. Megan suggested being proactive with the resorts, so they can work with their customers.

Meeting adjourned 5:40 pm.

2018 Meetings

Quarterly Board meetings are held at 4 pm in J135, Itasca County Courthouse
Friday July 20; Monday October 15

Executive Committee meetings are the second Wednesday at 10 am, typically at Second Harvest board room. Minutes are distributed to all Board members and all members are invited to attend the Executive Committee meetings.

Executive Committee meetings are
May 9, June 13, July 11, Aug 10, Sept 12, Oct 10, Nov 14, Dec 12

ATTACHMENT #1

Itasca Water Legacy Partnership							
March Summary		2018					
Fiscal Year ending 12/31/2018							
April 10, 2018							
	IWLP		Youth Education	Shoreland		Blandin	
	Operating	Memorials	Summit	Project	WE ARE WATER	IWLP Operating	Total
Revenue							
Beginning Balance 01/01/2018	64,943.67	1,821.36	(500.00)	1,500.00	(48.90)	25,781.90	93,498.03
Memberships and Donations	964.28						964.28
Misc Grants				500.00			500.00
AIS Grants							-
AIS Grants returned							-
Memorials							-
Interest and Dividends						37.16	37.16
Administrative fee							-
Miscellaneous							-
Subtotal Revenue FY 2018	964.28	-	-	500.00	-	37.16	1,501.44
Available Cash Revenue FY 2018	\$ 65,907.95	\$ 1,821.36	\$ (500.00)	\$ 2,000.00	\$ (48.90)	\$ 25,819.06	\$ 94,999.47
Expenditures							
Contracted Services	2,000.00			1,180.00			3,180.00
Salaries and Wages							-
Employer paid benefits							-
Accounting Fees	296.00						296.00
Dues and Memberships	750.00						750.00
Equipment							-
Fuel and Oil							-
Grant Administration Fee							-
Insurance	194.00						194.00
Interest and bank fees							-
Mileage and Travel							-
Registration Conferences							-
Postage							-
Education							-
Program Supplies							-
Promotion							-
Membership Drive							-
Reimbursement Other							-
Rental and Storage							-
Repair and Maintenance							-
Supplies and printing							-
Website	4,164.74						4,164.74
Subtotal Expenditures FY 2018	\$ 7,404.74	\$ -	\$ -	\$ 1,180.00	\$ -	\$ -	\$ 8,584.74
Ending Cash balance 03/31/2018	\$ 58,503.21	\$ 1,821.36	\$ (500.00)	\$ 820.00	\$ (48.90)	\$ 25,819.06	\$ 86,414.73
Checking							14,653.54
Savings							69,229.40
Edward Jones							2,531.79
Total Cash Balance 03/31/2018							\$ 86,414.73
April Transactions							
Terry Barth	(924.75)						(924.75)
Jan Best				(472.84)			(472.84)
MN Lakes & Rivers	(150.00)						(150.00)
Kirk Gilbertson CPA	(64.00)						(64.00)
Range Printing				(5,995.05)			(5,995.05)
Deposit membership	25.00	25.00					50.00
Deposit shoreland				500.00			500.00
Balance at 04/10/2018	57,389.46	1,846.36	(500.00)	(5,147.89)	(48.90)	25,819.06	79,358.09

ATTACHMENT #2

Itasca Water Legacy Partnership										
Detail Fiscal Year 2018										
March 9, 2018										
				IWLP	IWLP	Youth		WE ARE	Blandin	
				Operating	Memorial	Summit	Shoreland	WATER	IWLP	
Beginning Balances 01/01/2018				64,943.67	1,821.36	(500.00)	1,500.00	(48.90)	25,781.90	93,498.03
Expenditures										
Check #	Date	Name	Amount							
2117	1/4/2018	Card Service Center	14.99	14.99						14.99
2118	1/4/2018	ICTV	250.00	250.00						250.00
2119	1/17/2048	Kirk Gilbertson CPA	96.00	96.00						96.00
2120	1/17/2018	Mary Shiedeler	100.00				100.00			100.00
2121	2/7/2018	Kindem Design	1,775.00	1,775.00						1,775.00
2122	2/7/2018	Terry Barth Design, LLC	2,274.75	2,274.75						2,274.75
2123	2/16/2018	RMB Labs	2,000.00	2,000.00						2,000.00
2124	2/16/2018	Kirk Gilbertson CPA	136.00	136.00						136.00
2125	2/21/2018	Itasca SWCD	500.00	500.00						500.00
2126	2/27/2018	SFM Insurance	300.00	300.00						300.00
2127	3/9/2018	Kirk Gilbertson CPA	64.00	64.00						64.00
2128	3/15/2018	West Communications	1,080.00				1,080.00			1,080.00
2129	3/15/2018	Mary Shideler	100.00	100.00						100.00
2130	4/3/2018	Terry Barth Design, LLC	924.75	924.75						924.75
2131	4/3/2018	Jan Best	472.84				472.84			472.84
2132	4/3/2018	MN Lakes & Rivers	150.00	150.00						150.00
2133	4/9/2018	Kirk Gilbertson CPA	64.00	64.00						64.00
2134	4/10/2018	Range, a Deluxe Company	5,995.05				5,995.05			5,995.05
Total Expenditures			16,297.38	8,649.49	-	-	7,647.89	-	-	16,297.38
Receipts										
	1/4/2018	Memberships	146.00	146.00						146.00
	1/8/2018	Memberships	225.00	225.00						225.00
	1/12/2018	K Foundation	23.28	23.28						23.28
	1/22/2018	Memberships	221.00	221.00						221.00
	1/17/2018	Insurance	5.00	5.00						5.00
	1/17/2018	Medtronic Your Cause - Donation	100.00	100.00						100.00
	1/31/2018	Interest	9.19						9.19	9.19
	2/2/2018	Memberships	50.00	50.00						50.00
	2/16/2018	Memberships	50.00	50.00						50.00
	2/16/2018	SWCD AIS grant	500.00				500.00			500.00
	2/22/2018	Memberships	50.00	50.00						50.00
	2/22/2018	Insurance Refund	101.00	101.00						101.00
	2/28/2018	Net for the Good Estee Lauder	49.00	49.00						49.00
	2/28/2018	Interest	13.27						13.27	13.27
	3/5/2018	Donation	50.00	50.00						50.00
	3/30/2018	Interest	14.70						14.70	14.70
	4/3/2018	Memberships	50.00	50.00						50.00
	4/10/2018	SWCD	500.00				500.00			500.00
Total Receipts			2,157.44	1,120.28	-	-	1,000.00	-	37.16	2,157.44
Current Balance			79,358.09	57,414.46	1,821.36	(500.00)	(5,147.89)	(48.90)	25,819.06	79,358.09

ATTACHMENT #3

Summary of Past Executive Committee Actions--August 2017 – October 2017

Administrative items such as the approval of agenda, minutes and financial reports are not included. Full minutes and attachments are sent to all Board members after each Executive Committee meeting.

August 2017

Motion to approve \$500 for a contribution to KAXE in exchange for on-air announcements. (Dave Lick, Brian Whittemore) M/S/U

Motion to approve \$200 for prizes for the 2017 County Fair booth. (Pat Leistikow, Dave Lick) M/S/U

Motion to authorize Brian to re-allocate \$650 dollars from ICTV programs for website updating via Terry Barth. (Dave Lick, John Zimmerman) M/S/U

September 2017

Motion to approve Tim Scherkenbach for the Itasca Waters Board, to be ratified at the October Quarterly Meeting. (Patty Gould St. Aubin, John Zimmerman)

Motion to approve Megan Christianson from Visit Grand Rapids for the Itasca Waters Board, to be ratified at the October Quarterly Meeting. (Patty Gould St. Aubin, Dave Lick) M/S/U

Motion to appropriate up to \$6,000 from Blandin funds to support a 2018 Youth Water Summit. (Pat Leistikow, Patty Gould St Aubin) M/S/U

Motion to approve up to \$250 for the November membership mailing. (Dave Lick, John Zimmerman) M/S/U

October 2017

None

ATTACHMENT #4

Summary of Past Executive Committee Actions—February 2018 – April 2018

Administrative items such as the approval of agenda, consent agenda, minutes and financial reports are not included. Full minutes and attachments are sent to all Board members after each Executive Committee meeting.

February 2018

Motion to increase the IWLP contribution for the Shoreland Guide to \$8,000. (Dave Lick, Pat Leistikow) M/S/U

Motion to approve \$5,000 in additional IWLP funds, additional to \$5,000 previously approved for website development from either the general or Blandin accounts (Pat L, Dave L)

Motion to approve up to \$100 for Shideler photos for the website (Pat Leistikow, John Zimmerman) M/S/U

March 2018

Motion to charge \$3 for each Shoreland Guide (Dave Lick, John Zimmerman) M/S/U

Motion to agree to share County Fair space with AIS at a cost of \$200. (Dave Lick, John Zimmerman) M/S/U

Motion to approve \$200 for Children First on April 28 from the old Blandin fund money. (Dave Lick, Brian Whittemore) M/S/U

Motion “No person will serve longer than three successive terms except after an absence of ~~three~~ one years from the Board unless approved otherwise by a majority vote of the Board of Directors.” (Dave Lick, Brian Whittemore) M/S/U

Motion to approve up to \$1,000 for public events for outreach in addition to the Youth Summit. (Pat Leistikow, Dave Lick). M/S/U

Motion to contribute \$150 to MN Lakes and Rivers Advocates with correct contact information. (Jan Best, Tim Scherkenbach) M/S/U

April 2018

Motion to request RMB lab to prepare a quote for work discussed above working with Tim Scherkenbach as liaison. (Tim Scherkenbach, Pat Leistikow) M/S/U

ATTACHMENT #5

Moratzka bio.txt

Bio

Lynn G. Moratzka

Lynn retired as the director of the Office of Planning, Physical Development Division for Dakota County Minnesota in 2008. She earned her Bachelors of Arts degree from the College of St. Catherine and her Masters in Public Administration from Hamline University, St. Paul, Minnesota.

Lynn has been an active volunteer throughout her career and since retirement. A few of the organizations she has served include the Friends of the Mississippi, a non-profit Board supporting the Mississippi National River Recreation Area (MNRRA); Regina Medical Center Board of Trustees; Hastings area YMCA Board of Trustees (founding member); Elected City Council member, City of Hastings, and the Mississippi River Recreation Coordinating Commission appointed by Governor Arne Carlson. In 2017 she was appointed by the Itasca County Board of Commissioners to the Itasca County Parks and Recreation Commission.

Lynn, her husband, Tim, and two children have been coming to Trout Lake since 1976 purchasing their home in 2000. In 2017, they retired fulltime to the area. Lynn enjoys spending time with her grandchildren and family, especially at the lake. She also enjoys skiing, biking, reading and doing genealogy with her sisters.

Bylaws of Itasca Water Legacy Partnership

Revised and passed ~~January 19~~ April 23, 2018

Article 1

PURPOSE

The Itasca Water Legacy Partnership (IWLP) is a community coalition comprised of a broad spectrum of stakeholders including business, industry, government, education, resorts, environmental coalitions, real estate and tourism representatives and citizens at large. The mission of the organization is to explore and enact strategies to maintain and improve water quality in Itasca County, protect watersheds and to highlight the importance of the area's impressively clean water.

The IWLP will work in a collaborative manner on on-the-ground actions that encourage diverse, sustainable use, protection, recovery and enjoyment of Itasca County's world-class water and shore-land resources that are critical to a strong economy.

Article 2

OFFICE AND BOUNDARIES

The principal office of IWLP shall be the mailing address of PO Box 881, Grand Rapids, MN 55744 and physical address at 1121 E. Hwy 169, Grand Rapids, Minnesota 55744.

The operating territory for programs and services is Itasca County, Minnesota and its associated watersheds.

Article 3

BOARD OF DIRECTORS AND TECHNICAL ADVISORY BOARD

The management of all of the affairs, property and business of IWLP shall be vested in the Board of Directors consisting of up to thirty persons. The City of Grand Rapids and Itasca County will be invited to attend. Other governmental entities may be invited to attend upon request.

The terms of the Board members shall be three years, one third of who will be elected each year. All board members shall serve until their successors are elected and qualified, even though that may extend their term for a short period.

A Technical Advisory Board comprised of non-voting members with particular expertise valuable to the Partnership may be established.

Members of the Board of Directors and the Technical Advisory Board are expected to attend all Quarterly Board meetings. In the event of an unavoidable absence, members may be excused by notifying the IWLP secretary before the meeting. Members absent more than three meetings in a calendar year shall be deemed resigned from the Board unless the Executive Committee takes specific action by majority vote to reinstate the member. Emeritus members are nonvoting and are excused from attendance requirements.

Board members may resign by submitting a letter to the Secretary for action at the next regular meeting.

Terms of service may begin and end at any Quarterly meeting during the year. Board members may serve three successive terms of three years. No person will serve longer than three successive terms except after an absence of ~~three~~one years from the Board unless approved otherwise by a majority vote of the Board of Directors.

The Board of Directors may exercise all the powers of a 501c3 non-profit organization acting under the laws of the State of Minnesota, and may do all such lawful acts and actions as are required or permitted to be done pursuant to law, the enabling resolution or pursuant to these bylaws.

Meetings of the Board of Directors shall be held at least quarterly at the principal office in the City of Grand Rapids, State of Minnesota, or at such other places as the Board may establish. All Board of Directors meetings will be open to the public and minutes of the proceedings available on request.

Special meetings may be called at any time by the President or, in the president's absence, by the Vice President or any two Board members, to be held at the principal office of IWLP in the City of Grand Rapids, State of Minnesota or any other place that IWLP may designate. Notice of special meetings shall be given to each Board member at least 48 hours prior to the meeting.

A director may participate in a meeting by means of conference telephone or, if authorized by the board, by such other means of remote communication, in each case through which that director, other directors so participating, and all directors physically present at the meeting may participate with each other during the meeting. Participation in a meeting by that means constitutes presence at the meeting.

A quorum at all the meetings of the Board of Directors shall consist of 50 percent of the voting members of the whole board. Less than a quorum may, however, adjourn any meetings, which may be held on a subsequent date without further notice, provided a quorum is present at such a meeting.

Written unanimous consent in absence of a Board or Executive Committee meeting: When action is required outside a meeting of the full Board or the Executive Committee, the secretary will prepare a document describing the item requiring action and distribute it by email sent to all directors who are members of the full Board or Executive Committee, as appropriate. Each director must download and print the document, register his or her vote and sign the document. This signed document must be returned to the secretary by regular mail, or scanned or photographed and returned by email. The Secretary will retain all documents as part of the official record. The vote would not take effect until all Board or Executive Committee members have completed this process. Such votes will be ratified at the next Board or Executive Committee meeting.

Board members are volunteers and shall not be paid by the partnership.

Article 4

OFFICERS

The officers of IWLP shall be a President, Vice President, Secretary, Treasurer and Finance Chair. The offices shall be elected to three-year terms and shall hold office until their successors are elected and qualified. Officers will be elected in December with terms beginning at the Annual Meeting in January.

The President shall preside at all meetings of IWLP and shall be in charge of day-to-day operations, shall sign or counter sign all certificates, contracts, proposals and other instruments of IWLP as authorized by IWLP, shall make reports to the Board, and shall perform all such other duties as are incident to the office or are properly required of the officer by IWLP.

In the absence of the President the Vice President shall exercise the functions of the President. In the event of death, resignation, or incapacity of the President, the Vice President shall become the President for the un-expired portion of the term. Vacancies in any other office from any cause, may be filled by the Board of Directors at any regular or special meeting.

The Secretary shall issue notice for all meetings, except notice for special meetings as provided herein, shall keep minutes of all meetings, shall maintain an accurate list of board members, and shall make such reports and perform other such duties incident to this office.

The Treasurer and/or Finance Chair will have charge of the IWLP books and accounts, shall ensure that a budget is prepared each year for Board approval, and perform other such duties incident to this office. The officers, or their designee, shall speak for the partnership when relating to the press, grantors, contractors and the public at large.

Article 5

COMMITTEES

An Executive Committee may be established consisting of the five officers plus the Chair of each standing committee. The responsibility of the Executive Committee is to act for the Board of Directors when time for decisions is a critical factor, to establish meeting agendas and speak for the partnership when action is needed. The formal make-up of the Executive Committee shall be determined by Board of Directors and approved at a Quarterly Board meeting.

The Executive Committee may act for the full Board of Directors by accepting grants, gifts and donations.

The Executive Committee shall report to the full Board of Directors its actions at the next regular Board of Directors' meeting. The Board of Directors may ratify or change Executive Committee actions.

Regular standing committees may be established for on-going functions such as membership development, publicity, project administration, fund raising and other duties that sustain and enhance the mission of IWLP. Committees may be dissolved at any regular meeting if their purpose is no longer needed.

Special committees may be established for short-term tasks. These would include preparation of the annual budget, the annual report, annual meeting, meeting with governmental officials and public service projects.

Article 6

FINANCE AND ADMINISTRATION

The monies of IWLP shall be deposited in the name of IWLP in an account at Deerwood Bank in Grand Rapids, MN. The Treasurer shall have the ability to disperse funds without prior approval from the Board when such funds have already been approved as part of ongoing projects and/or are routine administrative costs. All other dispersals over \$1,000 and not previously approved will require the signature of two officers.

The fiscal year shall be the calendar year.

The nature, number and qualifications of staff or consultants required by IWLP to conduct its business according to these bylaws shall comply with Minnesota Statutes.

The books and records of IWLP shall be kept by the current Secretary.

Article 7

MEMBERSHIP

The Board of Directors may create memberships, membership categories and dues to support the administrative cost of operating IWLP.

Special member benefits may be created such as receiving newsletters, invitations to annual and special meetings and discounts on goods and admissions.

Article 8

ANNUAL REPORT AND BUDGET

IWLP shall prepare an annual report describing its activities and providing an accurate statement of its financial condition, together with additional matters and recommendations it deems advisable for the enhancement of water quality in Itasca County.

The annual report, including the financial data, shall be due March 1 of each year describing the activities of the previous calendar year.

IWLP shall prepare an annual budget projecting anticipated expense and sources of revenue, which will be due by November 1 each year.

Article 9

NOTICES

At least five working days before each meeting of the Board of Directors, the Secretary shall notify each Board member of the time, place and purpose of the meeting by written notice or electronic message. Special meetings may be set without prior written notice when all Board members are present at the meeting or consent in writing, electronically or by telephone, is sent to the Secretary.

Article 10

STAFF AND CONSULTANTS

IWLP may employ an executive director, technical experts and agents, and other employees as it may require, and determine their duties, qualifications and compensation.

IWLP may contract for the services of consultants, agents, public accountants, and other persons needed to perform its duties and fulfill its mission. IWLP may delegate to one or more of its agents or employees powers or duties, as it may deem proper.

Article 11

INDEMNIFICATION

IWLP shall have the power to indemnify officers and employees acting for or on behalf of IWLP in respect to any and all matters or actions for which and to the extent that indemnification is permitted by the laws of the State of Minnesota.

IWLP may purchase insurance in conjunction with the indemnification provision of the previous paragraph.

Article 12

AMENDMENT OF BYLAWS

Alterations, amendments or repeal of the bylaws may be made by a two-thirds vote of the Board of Directors entitled to vote at any meeting, if the notice of such meeting contains a statement of the proposed alteration, amendment or repeal. Notice of an alteration, amendment or repeal of the bylaws shall be given in writing by mail or electronic notice to each Board member at least ten (10) days prior to the meeting at which such change is to be considered.

Article 13

CONFLICT OF INTEREST

Any officer, member or employee of IWLP shall disclose potential conflicts of interest, interest in property or programs in which they have any financial interest, direct or indirect, in any contract for materials or services furnished to or used in connection with any project undertaken by IWLP.

Article 14

NONDISCRIMINATION

The officers, Board, committee members, employees, consultants, contractors, grantees, and all persons served by and for this Board/Organization shall be selected entirely on a nondiscriminatory basis with respect to race, color, religion, sex, national origin, disability and protected veteran status.

Article 15

MISCELLANEOUS

All meetings of IWLP shall be governed by *Roberts Rules of Order, Newly Revised*.

These bylaws will become effective thirty (30) days after their adoption.

Date amended: Approved November 3, 2014 at the Quarterly Board Meeting

Date effective: December 3, 2014

Date amended: Approved July 17, 2015 at the Quarterly Board Meeting

Date effective: August 17, 2015

Date amended: January 19, 2018 at the Quarterly Board Meeting

Date effective: February 18, 2018

Date amended: [April 23, 2018 at the Quarterly Board Meeting](#)

Date Effective: [May 23, 2018](#)

Quarterly Meeting - PR Notes

We Are Water

1. The We Are Water project has been paused at our end as I worked on the website and because we have lots of time
2. We stand at 14 partners, although that will probably be increased as work resumes this spring
3. At the April Webinar with the state partners, they discussed the need for languages other than English in brochures and signage. We suggested that using some Ojibwe welcoming language on entry signage in Grand Rapids and other northern venues would be good. We also suggested that an interesting event during the exhibit at the Reif might be having an Ojibwe speaker who could interact with kids to teach common Ojibwe words. Other northern venues expressed an interest in that idea.

Ruination

1. Chamber Forestry Committee meeting, March 30
 - asked to present on WAW
 - received pushback on Ruination. Forestry members were concerned that Northern Lights would aggressively present opposition to such projects as the PolyMet mine and Enbridge pipelines
 - read letter I sent to Chamber executive Bud Stone after looking into the matter
 - Northern Lights is changing the name. We will find out what the new name is on May 1.

Website

1. The website is up and functioning beautifully
2. We now need to market the website's existence and purpose, and we are working on that
3. Some things have not been done yet, such as events, calendar, and an online method of joining Itasca Waters.
4. The online join project is being worked on now by the EC. We are hoping that events and calendar will be created and maintained by the new administrator/coordinator
5. If you have any additional ideas for the website please email them to me and I will look into them