

“Team Up for Clean Waters”
Itasca Waters
Quarterly Board Meeting
Monday, January 27, 2020 4:00 pm
Board Room, Itasca County Courthouse

Board Members Present (quorum 8): Jan Best, Kathy Cone (late), Jesse Davis, John Downing, Bill Grantges, Dave Lick, Pat Leistikow, Shirley Loegering, Lynn Moratzka, Jan Sandberg, Davin Tinquist, Brian Whittemore

Board Members Absent: Sandy Anderson (excused), Ben Benoit, Megan Christianson, Bill Marshall

Technical Board Members Present: None

Technical Board Members Absent: Eric Raitanen(excused), Andy Arens, Dan Steward, Dan Swenson

Staff: Zack Simpson

NOTE: it is important that when someone moves an expenditure that they specify what "bucket" the expenditure is coming from: Itasca Waters Operating, Bush Foundation, Shoreland Project (Blandin 2018 grant), We Are Water, Old Blandin (Youth Education)

1. Administrative Items

a. Agenda distributed in advance of the meeting

Motion to approve agenda as amended (addition of Verke item at end and Shoreland Guide item under Shoreland). (John Downing, Lynn Moratzka) M/S/U

b. Minutes from Quarterly Board meeting October 21, 2019 (circulated after the last meeting but also in attachments folder on Dropbox)

Motion to approve Board minutes from October 21, 2019. (Dave Lick, Shirley Loegering) M/S/P
Abstentions due to absence from meeting: John Downing, Pat Leistikow.

c. Financial Reports Attachments #1c-1, 1c-2, 1c-3, 1c-4 (circulated in advance of the meeting)

After review with the accountants, Pat commented on the use of the grant administration fee with respect to We are Water revenue. The operating balance is about \$60,000. For the end of year, we had revenue over expenses of just over \$1,000. The 990 is in progress and should be posted on the website, which is missing 990s from 2016-2018.

Shirley asked about ability to see credit card detail—in the future Pat will send the credit card statements to committee chairs to help track detail.

Motion to approve the Treasurer’s report. (Jan Best, Brian Whittemore) M/S/U

Motion to approve \$250 as a donation to ICTV from IW operating. (Pat Leistikow, Brian Whittemore) M/S/U

i. Constant Contact Expense

The issue has been resolved—it was prepaid for six months and is due to be renewed.

d. Ratify Past Actions of the Executive Committee November – January Attachment #1-d circulated in advance of the meeting)

Motion to approve the November 2019 – January 2020 actions of the Executive Committee. (Shirley Loegering, Lynn Moratzka) M/S/U

e. Sign Conflict of Interest and Whistleblower Policies: forms emailed in advance and available at meeting
Jan S will send forms to those not in attendance who have not already completed them.

f. Reappoint Board Members with Expiring Terms to Terms Ending in 2023

Motion to appoint Jan Best, Megan Christianson, Bill Grantges, Shirley Loegering and Brian Whittemore to three-year terms ending in January 2023. (Davin Tinquist, John Downing) M/S/U

g. Other Board Member Appointments

The recommended term expiration is needed to balance all Board member terms (~ one-third each year).

Motion to appoint Sandy Anderson and Jesse Davis to individual terms ending in January 2022. (Pat Leistikow, Lynn Moratzka) M/S/U

h. Elect Officers

Dave wishes to step down as president and was elected with other officers to a three-year term in 2019. Brian ran the election for President.

Motion to elect Jesse Davis as Itasca Waters President to finish the term held by Dave Lick. (Jan Sandberg, Pat Leistikow) M/S/U

Jesse then continued the meeting. Brian agreed to continue as Vice-President.

i. Set Dates for 2020 Board Meetings—every two months except this year?

After discussion it was agreed to hold Board meetings every other month at 5 pm on the second Monday.

Jan will inquire about use of the Central Square Mall meeting room.

Motion to approve a schedule for Itasca Waters Board meetings at 5 pm: March 9, May 11, July 13, September 14, November 9, January 11, 2021. (Jan Sandberg, Brian Whittemore) M/S/U

Jan S will notify the full Board and ask about likely attendance.

j. Bylaws Revision Attachment #1-j

Jan S explained that while there appear to be many changes, they reflect the restructuring work, some issues raised earlier (Technical Advisory Board attendance) and formatting.

Motion to approve the bylaw changes in the attachment. (Brian Whittemore, Shirley Loegering) M/S/U

k. 2020 Budget (Attachment 1-k)

There was discussion about how to best gather information (dollars needed, budget category, purpose, and funding source) to allow preparing an overall budget. First question is what committee budgets we need—not all committees may need funding every year, e.g. Executive Committee, Governance.

Another item is determining funding source for projects and committee budgets. Is Shoreland Advisors coming completely out of Blandin? Marketing would have a budget for Itasca Waters organization work—if community engagement it should come out of Bush.

Question about budgeting process—committees send info to Finance Committee with dollars requested and spending plan and funding source and Finance Committee pulls it all together and the FC proposes to Board. Shoreland Advisors has prepared a budget.

Additional discussion about plans for several committees including Youth Water Summit and Marketing (which will work with other committees as a resource). Other committees are not ready? Pat reviewed the three sources: Blandin 2018 (nearly all shoreland), Bush (community engagement) and IW operating.

There was a concern that piecemeal committee submissions may undermine other committees. Youth Water Summit was approved in October for \$6000 (no detail) from the old Blandin.

Motion to approve \$9,000 for the Shoreland Committee with funds to come from 2018 Blandin. (Brian Whittemore, Lynn Moratzka) M/S/U

Motion to approve \$2,000 for the Membership Committee with funds to come from Itasca Waters operating funds (Shirley Loegering, Pat Leistikow) M/S/U

The Board understands that each request will provide details to Pat.

l. President's Report (report at meeting)

Now past president Dave Lick orally reported on his recent work with potential grants suggested by Jan B, Lynn and John Connolly (National Wildlife, BWSR, MN PCA). Decision made to approach SWCD to take the lead, but this did not happen. The focus for continuing work is to get volunteers to have shoreland improved. On his Shoreland Committee he has three off-board volunteers—John Byrne, Steve Melin, Perry Loegering. Dave looked to Zack to help stimulate the work. The FFA is willing to help with large

project during the school year—other FFAs may also be interested. However, they can't grow plants. Beier's is willing to grow native plants if we provide a one-hour class for them on shoreland. Builders Show is March 6-8 and needs volunteers—he has a few including SWCD. A letter to the Shoreland Advisors had a few hiccups with questions about the completeness of the email list. John Byrne will write a letter to the newspaper about the program, seeking those who wish to receive services.

m. Coordinator Report (report at meeting)

i. Address Lick Conflict of Interest with Rapids Brewing Event

One of the Shoreland events is planned as lunch at Rapids Brewing, where Dave is a part owner. Dave reminded us that Untapped is on contract with us and since Ed Zabinsky is a majority owner Ed would need to stand back from scheduling events there. Dave left the room so the Board could discuss and vote on the issue, including disclosure and alternatives.

Motion to recognize the disclosed conflict of interest with events at Rapids Brewing but support the lunch event at Rapids Breweries understanding that Dave will not be involved in specific discussions about prices. (Jan Sandberg, John Downing) M/S/U

Everyone agreed that Rapids Brewing should be thanked for willingness to participate. Jesse mentioned that the wine bar might also be interested in events. And there are a number of other restaurant options such as Forest Lake and Sammy's.

Zack addressed issues with the email system using Constant Contact. He has also been working on shared folders on Google Drive and will offer one-on-one training. He will post a coordinator's workplan on Google Drive. Finally, there are lots of email accounts that need to be narrowed to one option and there have been some error messages even though emails have gone through and may need help with the iPage account. Jesse suggested contacting Randy at VidComm.

2. Projects

a. Restructuring Timeline Attachment #2-a

i. Committee Assignments (Shirley) Attachment #2-a-i 135

Shirley reviewed the document to correct some members. Chairs can be approved today but Dave suggested another chair on Vision—decision to address at its first meeting. Several comments were discussed including new project ideas from Vision Committee—fill out the form but if no one wants to proceed, no Board approval likely. Reiterated that each committee should be seeking new members, especially younger folks. Some Board members serving on multiple committees could help liaison. Suggested to break out Vision as its own committee, and also Governance.

ii. Committee Charters Attachments #2-a-ii-1 to 10

Standing Committees: Executive, Finance, Fundraising, Grant, Marketing, Membership, Planning;
Special Committees: Shoreland, Youth Water Summit; and
Subcommittees: Governance (under Executive Committee), Vision/New Projects (under Grant)—
decision to make Vision its own committee.

iii. Work Plan Attachment #2 a iii

Shirley asked that each committee chair complete the workplan—suggestion to reorient the direction of the document.

iv. Project Proposal Template Attachment #2 a iv

Motion to approve the packet of restructuring documents presented at the meeting breaking out Vision to its own committee. (John Downing, Brian Whittemore) M/S/U

b. Youth Water Summit (report at meeting) Attachment #2-b&c

Zack distributed a written report at the meeting and included as Attachment 2-b&c which addressed work on the Youth Water Summit and Shoreland Advisors (see below). Kathy added some detail about insurance arrangements. Dave noted that last year the County Board dropped the requirement for an

umbrella liability policy. Zack is meeting with Melanie to discuss scheduling and working with the Fairgrounds on a raingarden project. \$1,100 grant is secured.

c. Shoreland (report at meeting) Attachment #2-b&c

Northern MN Builder Show has some expenses for tables and similar that are included. Zack described other details in process. He is also pursuing several local plant vendors for materials as well as NCROC.

Event at Rapids Brewing is in planning, working on shortening Karen Terry presentation.

In response to a question about Frozen Fairways, he has not had time to pursue the event. It was approved conditional on finding volunteers. What committee would this belong to – Marketing?

Motion to approve the Shoreland Committee distributing copies of the Shoreland Guide for free as needed. (Jan Sandberg, Pat Leistikow) M/S/U

d. Bush Foundation Community Innovation Grant (Attachments #2 c 1, #2 c 2

No discussion.

3. Committee Reports

a. Membership Attachment #3 a

b. Membership Survey Summary Attachment #3 b

Discuss in March—good response rate.

4. Other

a. Propel (Attachment #4a)

Additional discussion is not needed. Sonja is interested in attending a meeting and possibly participate on a committee. She would help us find a resource for long range planning.

b. Wake Boating

Discuss in March positioned higher on the agenda—there is some activity at the state level. Bill Grantges and John Downing have ideas about this issue.

c. Verke Proposal on Sustainability

Shirley asked if we wanted to support working with Sarah on sustainability to show community support. The Board declined to do so without additional discussion.

Adjourned 6:15 pm

Upcoming Events:

May 21, 2020

Youth Water Summit, Itasca County Fairgrounds

Meetings

Going forward, Board meetings are held at on the second Monday at 5 pm at the Central Square Mall meeting room.

2020: March 9, May 11, July 13, September 14, November 9,

2021: January 11

Agendas and minutes are distributed to all Board members and will be posted in Dropbox or Google Drive.

Occasionally meetings must be changed but a notice will be emailed in advance. All meetings are posted in Google calendar—please contact Jan Sandberg for access.

Committee meetings are scheduled by the committee chair.

ATTACHMENT #1-b-1

Itasca Water Legacy Partnership Detail Fiscal Year 2019								Youth Summit		
January 22, 2020				IWLP	IWLP	Bush	Blandin	WE ARE	Blandin	
				Operating	Memorial	Foundation	Shoreland	WATER	IWLP	
Beginning Balances 01/01/2019				58,294.68	1,896.36		34,061.71	(1,417.09)	17,068.89	109,904.55
Check #	Date	Name	Amount							
2204	1/2/2019	Card Service Center	648.10	648.10						648.10
2205	1/2/2019	AT&T Mobility	146.47	146.47						146.47
ACH	1/2/2019	Donor Snap on line giving	15.00	15.00						15.00
2206	1/8/2019	GR Area Community Foundation	250.00				250.00			250.00
2207	1/14/2019	KirkGilbertson CPA	130.60	130.60						130.60
2208	1/15/2019	Carissa Anderson	763.58				763.58			763.58
ACH	1/15/2019	Withholding	69.75				69.75			69.75
2210	1/21/2019	ICTV	250.00	250.00						250.00
2209	1/31/2019	Carissa Anderson	763.58				763.58			763.58
2211	1/31/2019	Central Square Mall	231.00				231.00			231.00
ACH	1/31/2019	Withholding	70.75				70.75			70.75
ACH	2/4/2019	Donor Snap on line giving	15.94	15.94						15.94
2212	2/6/2019	Timberlake Lodge	175.00			175.00				175.00
2213	2/6/2019	AT&T Mobility	145.28	145.28						145.28
2214	2/12/2019	KirkGilbertson CPA	354.60	354.60						354.60
2215	2/15/2019	Carissa Anderson	761.58				761.58			761.58
ACH	2/15/2019	Withholding	70.75				70.75			70.75
2216	2/24/2019	Itasca County	500.00					76.64	423.36	500.00
2217	2/28/2019	Carissa Anderson	762.58				762.58			762.58
2218	2/28/2019	Central Square Mall	231.00				231.00			231.00
2219	3/8/2019	AT&T Mobility	140.57	140.57						140.57
ACH	2/28/2019	Withholding	70.75				70.75			70.75
ACH	3/4/2019	Donor Snap on line giving	15.00	15.00						15.00
2220	3/5/2019	Card Service Center	21.26				21.26			21.26
2221		VOID	-							-
2426	3/6/2019	ForestLakeRestaurant	200.00					200.00		200.00
2222	3/22/2019	KirkGilbertson CPA	105.60	105.60						105.60
2223	3/27/2019	Carissa Anderson	204.44				204.44			204.44
	3/27/2019	Withholding	16.94				16.94			16.94
2225	3/29/2019	Minnesota Lakes and Rivers	150.00	150.00						150.00
2227	3/29/2019	Itasca SWCD	500.00	500.00						500.00
2224	3/31/2019	Post Office	100.00	100.00						100.00
2226	3/31/2019	Central Square Mall	231.00				231.00			231.00
	4/2/2019	Donor Snap on line giving	20.38	20.38						20.38
2228	4/5/2019	AT&T Mobility	140.13	140.13						140.13
2229	4/11/2019	kirkGilbertson CPA	171.45	171.45						171.45
2230	4/23/2019	Jan Sandberg	120.28	7.48			112.80			120.28
2231	4/23/2019	Creative North Graphic Design	140.00	140.00						140.00
2232	4/23/2019	Two Rivers Video	587.81				587.81			587.81
2233	4/26/2019	Superior Point	299.00	299.00						299.00
2234	4/28/2019	Card Service Center	50.00				50.00			50.00
2235	4/30/2019	Central Square Mall	231.00				231.00			231.00
2236	4/30/2019	AT&T Mobility	140.40	140.40						140.40
2237	4/30/2019	University of Minnesota	3,362.33				3,362.33			3,362.33
2238	4/30/2019	Zachary Simpson	142.07				142.07			142.07
2239	4/30/2019	unTapped Inc	1,410.00			1,410.00				1,410.00
	4/30/2019	Withholding	11.77				11.77			11.77
ACH	5/2/2019	Donor Snap on line giving	40.00	40.00						40.00
2240	5/13/2019	KirkGilbertson CPA	105.60	105.60						105.60
2241	5/15/2019	Zachary Simpson	687.58				687.58			687.58
	5/15/2019	Withholding	145.75				145.75			145.75
2242	5/21/2019	ISD# 318 GRHS	2,431.00						2,431.00	2,431.00
2243	5/30/2019	Rapids Printing	44.89	44.89						44.89
2244	5/30/2019	Mary Shideler	200.00						200.00	200.00
2245	5/30/2019	Let's Go Fishing	150.00						150.00	150.00
2246	5/30/2019	Jan Sandberg	22.44	7.48			7.48	7.48		22.44
2247	5/30/2019	Sammy's Pizza	286.23				286.23			286.23
2248	5/30/2019	Super One	162.09				162.09			162.09
2249	5/30/2019	David Lick	102.04	84.20				17.84		102.04
2252	5/30/2019	John Latimer	200.00						200.00	200.00
2253	5/30/2019	Herald Review	375.00					375.00		375.00
2250	5/31/2019	Zachary Simpson	687.58				687.58			687.58
2251	5/31/2019	Central Square Mall	231.00				231.00			231.00
2254	5/31/2019	Card Service Center	316.78	316.78						316.78
	5/31/2019	Withholding	145.75				145.75			145.75
	6/3/2019	Donor Snap on line giving	40.00	40.00						40.00
2255	6/4/2019	unTapped Inc	2,445.00			2,445.00				2,445.00

Itasca Water Legacy Partnership								Youth		
Detail Fiscal Year 2019								Summit		
January 22, 2020										
				IWLP	IWLP	Bush	Blandin	WE ARE	Blandin	
				Operating	Memorial	Foundation	Shoreland	WATER	IWLP	
2256	6/4/2019	Derek Fox	66.39					66.39		66.39
2257	6/4/2019	AT&T Mobility	140.40	140.40						140.40
2258	6/4/2019	Barb's Korner Kitchen LLC	558.25					558.25		558.25
2259	6/6/2019	Terry Barth Design LLC	431.25				431.25			431.25
2260	6/6/2019	Timberlake Lodge	141.33			141.33				141.33
2261	6/13/2019	CAN Surety	187.00	187.00						187.00
2262	6/13/2019	Rapids Printing	187.03	187.03						187.03
2263	6/14/2019	Zachary Simpson	687.58					687.58		687.58
	6/14/2019	Withholding	145.75				92.21	53.54		145.75
2264	6/18/2019	KirkGilbertson CPA	279.20	279.20						279.20
2265	6/28/2019	Zachary Simpson	687.58				687.58			687.58
	6/28/2019	Withholding	145.75				145.75			145.75
2266	6/30/2019	Jean Kindom Design	72.25				72.25			72.25
2267	6/30/2019	Jake Anderson	100.00						100.00	100.00
2268	6/30/2019	Rachel Randle	100.00						100.00	100.00
2269	6/30/2019	John Schroeder	100.00						100.00	100.00
2270	6/30/2019	Central Square Mall	231.00				231.00			231.00
2271	6/30/2019	David Lick	55.00						55.00	55.00
	7/2/2019	Donor Snap on line giving	15.00	15.00						15.00
2272	7/5/2019	USPS	55.00	55.00						55.00
2273	7/8/2019	ISD# 316	210.00						210.00	210.00
2274	7/8/2019	ISD# 318	318.69						318.69	318.69
2275	7/8/2019	KirkGilbertson CPA	184.80	184.80						184.80
2276	7/8/2019	AT&T Mobility	140.40	140.40						140.40
2277	7/8/2019	unTapped Inc	1,830.00			1,830.00				1,830.00
2278	7/8/2019	Card Service Center	175.70				157.45	18.25		175.70
2279	7/8/2019	University of Minnesota	3,805.00				3,055.00	750.00		3,805.00
2280	7/15/2019	Zachary Simpson	687.58				143.77	543.81		687.58
	7/15/2019	Withholding	145.75				145.75			145.75
2283	7/30/2019	Rapids Printing	48.09					48.09		48.09
2281	7/31/2019	Zachary Simpson	687.58				687.58			687.58
2282	7/31/2019	Central Square Mall	231.00				231.00			231.00
	7/31/2019	Withholding	145.75				145.75			145.75
	8/2/2019	Donor Snap on line giving	15.00	15.00						15.00
2284	8/7/2019	Brewed Awakings	300.00					300.00		300.00
2285	8/7/2019	Rapids Printing	323.83				48.09	275.74		323.83
2286	8/7/2019	Card Service Center	36.22					36.22		36.22
2287	8/7/2019	AT&T Mobility	140.87	140.87						140.87
2288	8/7/2019	unTapped Inc	1,305.00			1,305.00				1,305.00
2289	8/15/2019	Zachary Simpson	687.58				546.02	141.56		687.58
2290	8/15/2019	Sandy Anderson	176.34					176.34		176.34
2291	8/15/2019	Brian Whittemore	159.99	159.99						159.99
	8/15/2019	Withholding	145.75				145.75			145.75
2292	8/22/2019	KirkGilbertson CPA	184.80	184.80						184.80
2293	8/30/2019	Zachary Simpson	687.58				687.58			687.58
	8/30/2019	Withholding	145.75				145.75			145.75
2294	8/31/2019	Central Square Mall	231.00				231.00			231.00
2295	8/31/2019	Bob Conzemius	100.00			100.00				100.00
	9/3/2019	Donor Snap on line giving	15.00	15.00						15.00
2296	9/5/2019	Card Service Center	629.35				145.27	484.08		629.35
2297	9/5/2019	unTapped Inc	2,190.00			2,190.00				2,190.00
2298	9/9/2019	AT&T Mobility	140.87	140.87						140.87
2299	9/9/2019	Lamke Publishing	1,005.00				1,005.00			1,005.00
2300	9/10/2019	Terry Barth Design LLC	137.35				137.35			137.35
2301	9/12/2019	David Lick	51.17			51.17				51.17
2302	9/13/2019	Zachary Simpson	687.58				45.58	642.00		687.58
	9/13/2019	Withholding	145.75				145.65	0.10		145.75
2303	9/25/2019	VOID	-	-						-
2304	9/25/2019	GIS of Northern MN	900.00	900.00						900.00
2305	9/30/2019	Zachary Simpson	687.58				637.58	50.00		687.58
	9/30/2019	Withholding	145.75				145.75			145.75
2306	9/30/2019	Central Square Mall	231.00				231.00			231.00
	10/2/2019	Donor Snap on line giving	15.00	15.00						15.00
2307	10/2/2019	Card Service Center	693.44				532.08	161.36		693.44
2308	10/9/2019	AT&T Mobility	140.89	140.89						140.89
2309	10/9/2019	KirkGilbertson CPA	272.80	272.80						272.80
2310	10/9/2019	unTapped Inc	1,650.00			1,650.00				1,650.00
2311	10/15/2019	Zachary Simpson	687.58				687.58			687.58
	10/15/2019	Withholding	145.75				145.75			145.75
2312	10/23/2019	Kindem Design	85.00				85.00			85.00
2313	10/23/2019	Northern Community Radio	550.00	550.00						550.00

Itasca Water Legacy Partnership										Youth
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			IWLP	IWLP	Bush	Blandin	WE ARE	Blandin		
			Operating	Memorial	Foundation	Shoreland	WATER	IWLP		
2314	10/23/2019	Rapids Printing	228.61	228.61						228.61
2315	10/31/2019	Zachary Simpson	682.58			682.58				682.58
	10/31/2019	Withholding	150.75			150.75				150.75
2316	10/31/2019	Card Service Center	69.73	26.99			42.74			69.73
2317	10/31/2019	Central Square Mall	356.90				356.90			356.90
2318	10/31/2019	Reif	50.00		50.00					50.00
2319	10/31/2019	Terry Barth Design LLC	118.50				118.50			118.50
2320	10/31/2019	AT&T Mobility	140.95	140.95						140.95
ACH	11/4/2019	Donor Snap on line giving	1.00	1.00						1.00
ACH	11/4/2019	Donor Snap on line giving	24.20	24.20						24.20
2321	11/5/2019	unTapped Inc	1,575.00		1,575.00					1,575.00
2322	11/5/2019	Post Office	64.00	64.00						64.00
2323	11/12/2019	KirkGilbertson CPA	149.60	149.60						149.60
2324	11/15/2019	Zachary Simpson	682.58			336.25	346.33			682.58
	11/15/2019	Zachary Simpson	150.75			150.75				150.75
2325	11/15/2019	State of Minnesota	25.00	25.00						25.00
2326	11/15/2019	GR Area Chamber of Commerce	270.00	270.00						270.00
2327	11/20/2019	Rapids Printing	72.94	72.94						72.94
ACH	11/26/2019	GiveMN	4.83	4.83						4.83
2328	11/29/2019	Zachary Simpson	682.58			682.58				682.58
	11/29/2019	Zachary Simpson	150.75			150.75				150.75
2329	11/29/2019	Central Square Mall	231.00			231.00				231.00
ACH	11/29/2019	DonorSnap	450.00	450.00						450.00
2330	11/30/2019	VOID	-	-						-
	12/2/2019	Donor Snap on line giving	26.23	26.23						26.23
	12/3/2019	FirstFund	2.00	2.00						2.00
2331	12/13/2019	Zachary Simpson	682.58			682.58				682.58
	12/13/2019	Zachary Simpson	150.75			150.75				150.75
2332	12/15/2019	KirkGilbertson CPA	863.10	863.10						863.10
2333	12/6/2019	unTapped Inc	2,400.00		2,400.00					2,400.00
2334	12/6/2019	S&S Excavating	1,325.00			1,325.00				1,325.00
2335	12/6/2019	ICTV	881.72			881.72				881.72
2336	12/7/2019	AT&T Mobility	140.89	140.89						140.89
2337	12/7/2019	Card Service Center	800.99	29.58		634.66	136.75			800.99
2338	12/29/2019	unTapped Inc	2,175.00		2,175.00					2,175.00
2339	12/29/2019	Western National Insurance	895.00	895.00						895.00
2340	12/30/2019	Zachary Simpson	682.58			682.58				682.58
	12/30/2019	Zachary Simpson	150.75			150.75				150.75
2341	12/30/2019	Central Square Mall	356.90			356.90				356.90
2342	12/31/2019	AT&T Mobility	140.89	140.89						140.89
2343	12/31/2019	Card Service Center	149.66	42.93	74.85	31.88				149.66
	12/31/2019	Grant Admin fee Payroll Costs		(1,856.07)				1,856.07		-
		Sale of stock	621.41	621.41						621.41
		Employer Unemployment	28.00	28.00						28.00
		Employer FICA share	1,303.70			1,041.78	261.92			1,303.70
										-
Total Expenditures			72,708.54	10,391.08	-	18,207.01	31,239.49	8,582.91	4,288.05	72,708.54
Receipts										
	1/5/2019	Memberships	75.00	75.00						75.00
	1/11/2019	Memberships	130.00	130.00						130.00
	1/11/2019	Memberships on line	2.00	2.00						2.00
	1/22/2019	Memberships	20.00	20.00						20.00
	1/24/2019	Western National Refund	5.00	5.00						5.00
	1/24/2019	Memberships	200.00	200.00						200.00
	1/28/2019	Cash Donation	10.00	10.00						10.00
	1/28/2019	Memberships	70.00	70.00						70.00
	1/28/2019	Wabana Chain	100.00	100.00						100.00
	1/31/2019	Interest	27.76						27.76	27.76
	2/12/2019	Memberships	100.00	100.00						100.00
	2/14/2019	Memberships	160.00	160.00						160.00
	2/20/2019	Memberships	180.00	180.00						180.00
	2/20/2019	Donation Blandin Match	200.00	200.00						200.00
	2/28/2019	Interest	25.08						25.08	25.08
	3/4/2019	Donor Snap on line giving	71.00	71.00						71.00
	3/6/2019	Memberships	110.00	110.00						110.00
	3/8/2019	Donor Snap on line giving	119.00	119.00						119.00
	3/11/2019	Memberships	30.00	30.00						30.00
	3/26/2019	Memberships	80.00	80.00						80.00
	3/31/2019	Interest	27.78						27.78	27.78
	04/01/219	Membership	80.00	80.00						80.00

Itasca Water Legacy Partnership									Youth	
Detail Fiscal Year 2019									Summit	
		January 22, 2020		IWLP	IWLP	Bush	Blandin	WE ARE	Blandin	
			Operating	Memorial	Foundation	Shoreland		WATER	IWLP	
4/5/2019	Bush Grant	114,040.00			114,040.00					114,040.00
4/30/2019	Interest	26.90							26.90	26.90
4/30/2019	Dividend	1.38	1.38							1.38
5/10/2019	Membership Visit GR	100.00	100.00							100.00
5/14/2019	Blandin Foundation	50,000.00				50,000.00				50,000.00
5/31/2019	Interest	29.32	29.32							29.32
6/27/2019	DonorSnap refund online	50.00	50.00							50.00
6/30/2019	Interest	72.13	72.13							72.13
6/30/2019	Dividend	1.38	1.38							1.38
7/8/2019	Membership	50.00	50.00							50.00
7/8/2019	AT&T refund of deposit	1,000.00	1,000.00							1,000.00
7/8/2019	Superior insurance refund	48.00	48.00							48.00
7/19/2019	Membership	100.00	100.00							100.00
7/31/2019	Interest	74.57	74.57							74.57
8/12/2019	Membership	100.00	100.00							100.00
8/19/2019	Membership	30.00	30.00							30.00
8/19/2019	MN Humanities	1,000.00						1,000.00		1,000.00
8/31/2019	Interest	70.03	70.03							70.03
9/5/2019	Membership	30.00	30.00							30.00
9/30/2019	MN Humanities	4,222.50						4,222.50		4,222.50
9/30/2019	Interest	53.41	53.41							53.41
9/30/2019	Dividend	1.38	1.38							1.38
10/10/2019	Insurance refund	39.00	39.00							39.00
10/15/2019	We Are Water	1,777.50						1,777.50		1,777.50
10/15/2019	Insurance refund	101.00	101.00							101.00
10/24/2019	We Are Water	1,549.15						1,549.15		1,549.15
10/24/2019	DonorSnap memberships	300.00	300.00							300.00
10/28/2019	DonorSnap memberships	5.00	5.00							5.00
10/29/2019	Memberships	700.00	700.00							700.00
10/31/2019	Itasca Reliable online	100.00	100.00							100.00
10/31/2019	Interest	49.04	49.04							49.04
11/4/2019	DonorSnap memberships	71.00	71.00							71.00
11/4/2019	DonorSnap memberships	100.00	100.00							100.00
11/6/2019	Memberships	280.00	280.00							280.00
11/7/2019	Memberships	120.00	120.00							120.00
11/11/2019	Memberships	590.00	590.00							590.00
11/12/2019	DonorSnap memberships	25.00	25.00							25.00
11/14/2019	Memberships	801.00	801.00							801.00
11/15/2019	Humanities We Are Water	1,450.85						1,450.85		1,450.85
11/18/2019	DonorSnap memberships	50.00	50.00							50.00
11/18/2019	DonorSnap memberships	71.00	71.00							71.00
11/19/2019	DonorSnap memberships	30.00	30.00							30.00
11/20/2019	Memberships	320.00	320.00							320.00
11/21/2019	Memberships	100.00	100.00							100.00
11/21/2019	Memberships	100.00	100.00							100.00
11/25/2019	DonorSnap memberships	30.00	30.00							30.00
11/26/2019	DonorSnap memberships	30.00	30.00							30.00
11/26/2019	Give MN	125.00	125.00							125.00
11/30/2019	Interest	45.99	45.99							45.99
12/5/2019	Memberships	1,170.00	1,170.00							1,170.00
12/5/2019	DonorSnap memberships	30.00	30.00							30.00
12/9/2019	DonorSnap memberships	100.00	100.00							100.00
12/10/2019	Memberships	131.00	131.00							131.00
12/12/2019	Memberships	100.00	100.00							100.00
12/16/2019	Memberships	150.00	150.00							150.00
12/16/2019	Donation	100.00	100.00							100.00
12/16/2019	GRACF Conzemius misc grant	949.97	949.97							949.97
12/30/2019	Memberships	265.00	265.00							265.00
12/30/2019	Donation Blandin Match	200.00	200.00							200.00
12/30/2019	Membership	100.00	100.00							100.00
12/12/2019	Dividend	1.53	1.53							1.53
12/30/2019	Donation of stock	287.39		287.39						287.39
12/30/2019	EdwardJones sale of stock	688.23	688.23							688.23
12/31/2019	Interest	47.54	47.54							47.54
		0.20	0.10				0.10			0.20
Total Receipts		186,205.01	11,770.00	287.39	114,040.00	50,000.10	10,000.00	107.52	186,205.01	
Current Balance		223,401.02	59,673.60	2,183.75	95,832.99	52,822.32	-	12,888.36	223,401.02	

ATTACHMENT A#1-b-2

Itasca Waters								
December Summary	2019		FINAL					
Fiscal Year ending 12/31/2019							Youth Education	
January 22, 2020							Summit	
	IWLP		Bush	Shoreland			Blandin	
	Operating	Memorials	Foundation	Project	WE ARE WATER	IWLP Operating	Total	
Revenue								
Beginning Balance 01/01/2019	58,294.68	1,896.36	-	34,061.71	(1,417.09)	17,068.89	109,904.55	
Memberships and Donations	8,489.00	287.39						8,776.39
Bush Grant			114,040.00					114,040.00
Blandin Grants				50,000.00				50,000.00
Miscellaneous grants	949.97							
Minnesota Humanities Grant					10,000.00			10,000.00
Memorials								-
Interest and Dividends	447.90					107.52		555.42
Gain(loss) on sale	66.82							
Administrative fee	1,856.07							1,856.07
Miscellaneous								-
Subtotal Revenue FY 2019	11,809.76	287.39	114,040.00	50,000.00	10,000.00	107.52		186,244.67
Available Cash Revenue FY 2019	\$ 70,104.44	\$ 2,183.75	\$ 114,040.00	\$ 84,061.71	\$ 8,582.91	\$ 17,176.41	\$ 296,149.22	
Expenditures								
Contracted Services	140.00		17,221.33	7,669.05	558.25	1,181.42		26,770.05
Salaries and Wages				14,576.90	2,464.92			17,041.82
Employer paid benefits	28.00			1,041.78	261.92			1,331.70
Board Development			690.83					690.83
Telephone	839.11							839.11
Accounting Fees	2,802.15							2,802.15
Dues and Memberships	1,220.00							1,220.00
Grant Administration Fee					1,856.07			1,856.07
Insurance	2,088.00							2,088.00
Interest and fees	25.00							25.00
Mileage and Travel				955.00				955.00
Registration Conferences								-
Postage	120.90		220.00	185.68		55.00		581.58
Education								-
Program Supplies	84.20			100.00	887.02	2,431.00		3,502.22
Office Supplies	187.67		74.85	726.55	549.12			1,538.19
Promotion	500.00			1,892.81	1,171.49			3,564.30
Membership Drive	1,977.13							1,977.13
Reimbursement Other								-
Rental and Storage				3,023.80	76.64	423.36		3,523.80
Repair and Maintenance								-
Printing				55.57	757.48	197.27		1,010.32
Website	418.68			1,012.25				1,430.93
Subtotal Expenditures FY 2019	\$ 10,430.84	\$ -	\$ 18,207.01	\$ 31,239.39	\$ 8,582.91	\$ 4,288.05	\$ 72,748.20	
Ending Cash balance 12/31/2019	\$ 59,673.60	\$ 2,183.75	\$ 95,832.99	\$ 52,822.32	\$ -	\$ 12,888.36	\$ 223,401.02	
Checking								63,725.90
Payroll timing differences								(301.50)
Savings								159,976.62
Edward Jones								-
Total Cash Balance 12/31/2019								\$ 223,401.02



January 15, 2020

Itasca Water Legacy Partnership
PO Box 881
Grand Rapids MN 55744

Dear Itasca Water Legacy Partnership,

The world of media is changing. You can tune into a myriad of video channels online and on your cable television. But the more you can tune in, the further the messages are from home. Only Itasca Community Television (ICTV) cares about your backyard, your home, your city and your friends and family. **ICTV** has been a staple of local communication for 36 years. While we reach out on several platforms, we are still all about HOME.

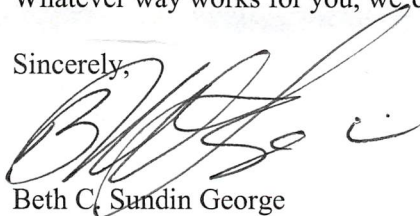
You care about **HOME** too, that's why members like you help us keep the local programming variety and access available. Member are even more important as ICTV looks to supplement cable television funding with other sources of income, all to give you access to local programming.

Last year you contributed \$250 to ICTV and I hope you will consider supporting ICTV in 2020. A renewal form is enclosed or you can renew online from the membership link at www.watchictv.org.

Remember, too, your membership gives you access to equipment to produce your own programming. If you get permission to record an event, or want to produce your own program, **GO FOR IT**.

Thank you for watching and supporting ICTV and www.watchictv.org. If you'd like to share something you care about call, write, or send an email to ictv@watchictv.org or check us out on Facebook. Whatever way works for you, we'd love to stay in touch.

Sincerely,



Beth C. Sundin George

Encl: Renewal Form

ATTACHMENT #1-d

Summary of Past Executive Committee Actions—November 2019 – January 2020

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.

November 2019

Motion to sell existing stock held at Edward Jones after the next donation is received. (Davis, Loegering) M/S/U

Motion to approve the 2018 990 form and MN Charitable Organization report form (with payment of \$25) list of directors (Attachments #8, 8a, 9, 10) (Lick, Davis) M/S/U

Motion to approve the yearly membership in the Grand Rapids Chamber Attachment #14 (Lick, Leistikow) M/S/U

Approved lease increase from \$231 to \$359.90 starting December 1 for one year. (Lick, Anderson) M/S/U

Motion to donate \$200 to support the project work to be taken from Bush Foundation Community Engagement grant. (Loegering, Brian) M/S/U

Motion to approve 50mb Internet with one phone/fax line at \$77.95 per month, signing a contract for six months to waive the \$85.00 installation, taken from the Itasca Waters operating fund. Davis, Whittemore) M/S/U

Motion to approve wireless router for \$57.99 plus tax to be taken from Bush. (Sandberg, Whittemore) M/S/U

December 2019

Motion to spend \$250 to sponsor a hole for the Frozen Fairways event on February 29, 2020 taken from the Bush grant. (Lynn Moratzka, Brian Whittemore) M/S/U

January 2020

Motion to approve the committee assignments identified in the document for presentation to the Board on January 27. (Jan Sandberg, Kathy Cone) M/S/U

Motion to approve the restructuring work (charters, work plan, project proposal) (Shirley Loegering, Lynn Moratzka) M/S/U

Motion to forward bylaws changes to the Board ten days before the January 27 meeting that better accommodate restructuring, correct certain errors, and provide improved organization. (Lynn Moratzka, Shirley Loegering) M/S/U

Motion to recommend to the full Board separate BOD appointments for Sandy Anderson and Jesse Davis. (Lynn Moratzka, Shirley Loegering) M/S/U

Motion to allocate \$350 (from \$250 approved last month) for Frozen Fairways event February 29 which would put our logo onto marketing materials, hole sponsorship, four-person team and other promotional benefits if there are sufficient volunteers. (Kathy Cone, Lynn Moratzka) M/S/U

Bylaws of Itasca Water Legacy Partnership

~~July 20, 2018~~ January 27, 2020

Article 1

PURPOSE

The Itasca Water Legacy Partnership (IWLP), dba Itasca Waters, 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 "Team Up" with other organizations and concerned citizens to maintain abundant, clean water for our continued health, enjoyment and a strong economy.

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 Central Square Mall, 201 NW 4th St., Suite 121, Grand Rapids, MN 55744 ~~1121 E. Hwy 169, Grand Rapids, Minnesota 55744~~ with the mailing address of PO Box 881, Grand Rapids, MN 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

Management: The management of all of the affairs, property and business of IWLP shall be vested in the Board of Directors (Board) consisting of up to thirty persons (Directors). Local governmental jurisdictions may be invited to appoint a voting Director to the IWLP Board. That person shall serve without a specific term at the pleasure of the appointing agency. ~~The City of Grand Rapids and Itasca County will be invited to attend. Other governmental entities may be invited to attend upon request.~~

Terms: The terms of the Board ~~members~~ Directors shall be three years, one third of who will be elected each year at the January organizational meeting. Interim appointments may be made by the Board but must be ratified at the organizational meeting to ensure that term expirations are balanced. All Board ~~members~~ Directors shall serve until their successors are elected and qualified, even though that may extend their term for a short period.

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

Attendance: ~~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~~

Commented [JS1]: Throughout there are a number of changes made for consistency: Board (instead of Board of Directors), Director (instead of Board member). I refer to Committee members even though some may be Directors. Also, I inserted organizing lead text for most paragraphs. However, this could be done as a header with following test. Resolution can probably wait until the big revision.

Commented [JS2]: Acknowledge our operating name. Not sure if it should be aka (also known as) or dba (doing business as)

Commented [JS3]: Delete Itasca Reliable physical address. Keep separate physical (PO not included) and mailing addresses.

Commented [JS4]: The current language is ambivalent as we treat this as a Director position. This language gives us flexibility to invite just Itasca County or multiple jurisdictions, keeping in mind the quorum issue. Alternatively, specify Itasca County.

Directors may be excused by notifying the IWLP secretary before the meeting. ~~Members~~ Directors absent more than three meetings in a calendar year shall be deemed resigned from the Board unless the ~~Executive Committee~~ Board takes specific action by majority vote to reinstate the ~~member~~ Director. Emeritus ~~members~~ Directors are nonvoting and are excused from attendance requirements. TAB members are invited to attend all Board meetings exempt from the attendance requirement. The President may contact individual TAB members when specific expertise is needed for a meeting.

Resignation: ~~Board members~~ Directors and members of the TAB may resign by submitting a letter to the Secretary for action at the next regular Board meeting.

Terms of service: Service may begin ~~and end~~ at any ~~Quarterly~~ Board meeting during the year, but official appointment will be deemed to have started at the next organizational Board meeting. Board ~~members~~ Directors may serve three successive terms where a term may exceed three years if the Director is appointed at a non-organizational Board meeting of three years. No person will serve longer than three successive terms except after an absence of one year from the Board unless approved otherwise by a majority vote of ~~the Board of Directors~~ those Directors in attendance at a regular Board meeting.

Powers: 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.

Regular Meetings: 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: 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~~ Directors, 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~~ Director at least 48 hours prior to the meeting.

Remote Participation: 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.

Quorum: A quorum at all the meetings of the Board ~~of Directors~~ shall consist of 50 ~~percent~~ of the voting ~~members~~ Directors 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 A absence of a Board or ~~Executive Committee~~ Meeting: When action is required outside a meeting of the full Board or ~~the Executive~~ any standing committee, the Secretary or appropriate committee chair will prepare a document describing the item requiring action and distribute it by email sent to all ~~D~~ irectors who are members of the full Board or Executive Committee members, as appropriate. Each ~~D~~ irector or member must

Commented [J55]: We have considered terms to end in January of the year of reappointment. This is not strictly three years. The idea for balanced terms was focused on one-third of directors having terms expiring at the same time. We now allow appointment in months other than January. Is the January option OK or ?

Commented [J56]: Delete the absence language. This looks like too much power to the president.

Commented [J57]: Minnesota law requires a quorum of directors for the purpose of conducting transactions, consisting of at least one-third of the directors currently holding office. Currently, for 16 directors, a quorum should be 8. Is there interest in reducing the quorum? Executive Committee language is silent on quorum.

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 must be unanimous. 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.

Compensation: ~~Board members~~ Directors are volunteers and shall not be paid by the partnership. Ordinary expenses approved by the Treasurer may be reimbursed.

Article 4

OFFICERS

Officers: The officers of IWLP shall be a President, Vice President, Secretary, ~~and 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 at the ~~Annual~~ Organizational Meeting in January.

President: The President or his or her designee shall preside at all meetings of IWLP. ~~The President~~ 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~~ the Board, 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.

Commented [JS8]: We discussed allowing the President to hand off responsibility for running various meetings.

Commented [JS9]: The key here is that all contracts should be approved by the Board (or Executive Committee in the case of urgency) then signed by the President.

Vice President: 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.

Secretary: 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~~ Directors and TAB members, and shall make such reports and perform other such duties incident to this office.

Treasurer: The ~~Treasurer~~ and/or Finance Chair will have charge of the IWLP financial books and accounts, shall ensure that a budget is prepared each year for Board approval, and perform other such duties incident to this office.

Commented [JS10]: It makes sense to me that the Treasurer be a signatory on contracts (approved by the Board/Exec Comm)

Board Representation: The ~~officers~~ President, or their designee, shall speak for the partnership when relating to the press, grantors, contractors and the public at large.

Article 5

COMMITTEES

Executive Committee

Composition: An Executive Committee may be established consisting of the ~~five~~ four officers and other ~~director~~ Directors appointed by the Board. The formal make-up of the Executive Committee shall be determined by Board ~~of Directors~~ and approved at ~~a~~ the organizational Quarterly Board meeting in January.

Powers: Except for the power to amend the articles of incorporation and bylaws, establishment and composition of the Executive Committee, election of officers, and creation of standing committees, the Executive Committee shall have all the powers and authority of the board of directors in the intervals between meetings of the Board ~~of Directors~~ and is subject to the direction and control of the full Board.

Responsibility: 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.

Quorum: A quorum of the Executive Committee shall consist of a majority of the membership of the Executive Committee.

Commented [JS11]: This language imposes a higher standard than for Board meetings.

Standing and Special Committees

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

Special Committees: Special committees may be established by the Board or Executive Committee for short-term tasks. ~~These would include, but are not limited to, preparation of the annual budget, the annual report, annual meeting, meeting with governmental officials and public service projects.~~ Special committees may be dissolved at any meeting of the Board or Executive Committee that established the special committee.

Subcommittees: Any standing or special committee may establish sub-committees. A sub-committee cannot have more authority than the authority given by the Board to the committee creating the subcommittee.

Committee Membership: The Board may appoint non-~~directors~~ Board members to any committee, except for the Executive Committee, which must be comprised of Directors. Subcommittees may also include non-~~directors~~ Board members. Such non-~~director~~ Board members are considered directors for the purposes of conduct, conflict of interest and indemnification.

Quorum: A quorum for any committee or sub-committee shall be a majority of that committee's membership.

Article 6

FINANCE AND ADMINISTRATION

Depository: The monies of IWLP shall be deposited in the name of IWLP in an account at Deerwood Bank in Grand Rapids, MN.

Authority to Disperse Funds: 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.

Commented [JS12]: Do we need to specify a bank and is this the right choice?

Commented [JS13]: Is this what we want?

Fiscal Year: The fiscal year shall be the calendar year.

Contracts: All contracts must be approved by the Board and signed by two officers, typically the President and Treasurer, before taking effect.

Budget: ~~IWLP~~The Treasurer shall prepare an annual budget projecting anticipated expense and sources of revenue, which will be due by November 1 each 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.~~

Records: The non-financial books and records of IWLP, including organizational documents, shall be kept by the current Secretary.

Commented [JS14]: Probably should define that it is to be approved by the Board. Is November reasonable?

Commented [JS15]: Moved to Article 10

Article 7

MEMBERSHIP

The membership shall consist of the voting members of the Board of Directors.

Non-voting Memberships: The Board ~~of Directors~~ may create non-voting memberships, membership categories and dues to support the administrative cost of operating IWLP.

Benefits for Non-voting Memberships: Special membership benefits may be created such as receiving newsletters, invitations to annual and special meetings and discounts on goods and admissions.

Commented [JS16]: The sentence is taken from the samplebylawswithoutmembers document from the MN Council of Nonprofits

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.

Due Date: The annual report, including the financial data, shall be due ~~March-April~~ 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.~~

Commented [JS17]: Consider changing to March 30 as that has been the practice for a few years.

Commented [JS18]: Probably should define that it is to be approved by the Board. Is November reasonable?

Article 9

NOTICES

At least five working days before each meeting of the Board ~~of Directors~~, the Secretary shall notify each ~~Board member~~ Director 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~~ Directors are present at the meeting or consent in writing, electronically or by telephone, is sent to the Secretary.

Commented [JS19]: This does not specify that the agenda is sent in advance.

Article 10

STAFF AND CONSULTANTS

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

Contractors: 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.

Compliance with Statute: 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.

Article 11

INDEMNIFICATION

Indemnification: IWLP shall have the power to indemnify ~~officers and~~ employees, Directors, TAB members and committee members 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.

Insurance: 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~~ Director 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~~ Director 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~~ Directors, 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*.

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

Date amended: July 20, 2018

Date effective: July 20, 2018

Date effective: [January 27, 2020](#)

ATTACHMENT #2-a

ITASCA WATERS RESTRUCTURING TIMELINE			
Date	Task	Due Date	Notes:
1/27/2020	Submit Charters, New Project Proposal Form, Committee Workplan and Committee assignments, as a package, for approval by the Board.		Committee assignments will change overtime, but approving this initial roster will initiate this restructuring and can be amended as needed. Some committees will be short on Directors, but hopefully this will work to our benefit by forcing committees to recruit non-board committee members and to enlist the help of volunteers for specific tasks.
1/27/2020	If approved, get as many Charters signed as possible.	Others due by next scheduled Board meeting	After committees have met once, they may submit a revised Charter for Board approval. Can meet by phone conference or approve by email (if by email, all members must agree)
1/27/2020	If approved, Committee Workplan Spreadsheets and budgets should be submitted for approval at the next scheduled Board meeting		All forms are on Google Drive , including budget template.
TBD	New project proposals	Submit as necessary	This will be important as we move forward so that there is a cohesive feeling among Board members that we are all working towards to same goal/mission.
1/27/2020	Approve interim Bylaw changes		
1/27/2020	Choose bi-monthly meeting dates for 2020		

ATTACHMENT #2-a-i

Itasca Waters Committee Members as of January 2020 - Draft

Executive Committee

President: Interim President (one year): Jesse Davis, CHAIR

Jan Sandberg would be willing to share responsibilities such as taking the lead on preparing the agenda.

Vice President:

Secretary: Jan Sandberg

Treasurer: Pat Leistikow

- Lynn Moratza will continue as the staff liaison between Coordinator and Executive Committee, but she will not be an Executive Committee member

Governance Sub-Committee:

- Brian Whittemore, CHAIR (Not a voting member of the Executive Committee)
- Jesse Davis
- Jan Sandberg
- Patricia Leistikow

Finance Committee

- Pat Leistikow, CHAIR
- Brian Whittemore
- Jan Sandberg (assist with preparation of final report)
- Sandy Anderson
- Kathy Cone

Grants Committee

- Lynn Moratzka, PENDING CHAIR
- Bill Marshall
- Jesse Davis
- John Downing

Vision/New Project Committee

- Dave Lick, CHAIR– He will work directly with John Connolly
- Jan Best
 - Comment by Jan: Will Untapped be included in this committee when it comes time to implement Bush findings? Comment by Jan S. “I don’t think this committee has anything to do with Bush grant implementation, that would fall under a new Project” [with a special committee authorized-sl].
- Lynn Moratzka
- Bill Marshall
- Jesse Davis
- Sandy Anderson

Membership Committee

- Shirley Loegering, CHAIR
- Lynn Moratzka
- Jan Sandberg

Fundraising Committee

- Shirley Loegering, PENDING CHAIR
- Jan Best
- Pat Leistikow
- Sandy Anderson

Marketing Committee

- Brian Whittemore, CHAIR
 - I would like to be involved in community presentations, including lake associations.
- Jan Best – Main interests are: Newsletter/Website/Facebook content/Twitter & Instagram
- Bill Marshall
- Jesse Davis
- Sandy Anderson
- Megan Christianson

Youth Water Summit

- Dave Lick, PENDING CHAIR
- Kathy Cone

Shoreland Advisors

- Dave Like, PENDING CHAIR
- Jan Best (?) – I am NOT going to sign up until I know more about the charter/plan and number of people on the committee. I am willing to be a helper . . . planner/vision as well. This committee needs at least 5 or 6 on it, otherwise the workload is too much.
- Davin Tinquist
- John Downing
- Bill Grantges

Planning Committee

- Jan Sandberg, PENDING CHAIR
- Lynn Moratzka
- Shirley Loegering
- Davin Tinquist
- Bill Grantges

ATTACHMENT #2-a-ii-1

Itasca Waters Executive Committee Charter

Authority: The Executive Committee is a Standing Committee of the Board of Directors (BOD) established pursuant to Article 5 of the Bylaws.

Committee Purpose: The Executive Committee shall have the authority to act for the BOD in the interval between Board meetings when time for decisions is a critical factor, to establish meeting agendas, and to speak for Itasca Waters when action is needed.

Executive Committee Membership:

- The Committee shall consist of at least three incumbent officers such as the President, Vice President, Secretary and Treasurer.
- The Chair shall be the President (or his or her designee)
- Term of service shall coincide with the Officer's term of service as established by the BOD.
- There shall be no non-Director members on this Committee.
 - **Governance Sub-Committee Membership:**
 - Governance committee members shall include Executive Committee Officers and other Directors appointed by the BOD, but conversely non-Executive Governance Sub-Committee members are not voting members on the Executive Committee.
 - The actions of this sub-committee cannot supersede the authority of the Executive Committee
 - Term of service for Governance Sub-Committee members shall be one year, excluding Officers, and may be renewed annually at the January Organizational meeting.
 - All members shall acknowledge their term of service by signing this Charter.

Voting:

- Committee approvals will require a majority vote of Committee members (attendance can be via electronic devices or phone conference). (or, make consistent with bylaws if that goes to half+1) If voting via email, all members must respond in agreement to be valid.

Operations:

- The Committee shall keep minutes and make a written report to the BOD on a regular basis.
- The Committee shall meet at the call of the Chair.
- The Committee may invite any director, officer, outside advisor or other non-committee persons to attend a meeting but such persons will not have voting power.
- Committee members will comply with conflicts of interest and other organization policies.
- The Committee cannot change its own composition as established by the BOD.

Executive Committee Responsibilities: *(If tasks significantly change over time, this Charter needs to be updated and re-submitted to BOD or approval.)*

- Exercise the full power of the BOD to act between meetings of the BOD upon matters which, in the judgment of the Committee, are of such a nature as to require action prior to the next regular BOD meeting but do not require calling of a special meeting;
- Report promptly any action taken by the Committee involving exercise of the powers of the BOD to the BOD and have ratified by the BOD at the next regularly scheduled meeting;
- Ensure that Board resolutions are carried out;
- Review annual budget as prepared by the Finance Committee for approval by the BOD;
- Oversee new Board member orientation;
- Review short and long-range work plan as presented by Planning Committee;

- Prepare Agenda for BOD meetings;
- Submit a budget request to the BOD annually; and
- Oversee staff with appointed staff liaison.
 - **Governance Sub-Committee Responsibilities:**
 - Develop and monitor Bylaws and policy updates and make recommendations to BOD;
 - Create Standing and Special Committees;
 - Review Committee charters, committee membership and committee expenditures and make recommendations to BOD;
 - Submit a budget request to the BOD annually; and
 - Keep meeting minutes.

The Executive Committee SHALL NOT have the power to:

1. Amend the Bylaws or Articles of Incorporation;
2. Appoint or remove Directors or the Coordinator;
3. Adopt the budget; or
4. Take any action that is contrary to, or a substantial departure from, the direction of the full Board, or which represents major change in the affairs, business, or policy of the organization.

Approved by the Board of Directors on: _____

Executive Committee Member Acceptance:

Signature _____

Date: _____

Governance Sub-Committee Acceptance:

Signature _____

Date: _____

ATTACHMENT #2-a-ii-2

Itasca Waters Finance Committee Charter

Authority: The Finance Committee is a Standing Committee of the Board of Directors (BOD) established pursuant to Article 5 of the Bylaws.

Committee Purpose: To maintain the financial records and accounts and prepare an annual budget for approval by the BOD.

Membership:

- The Committee shall consist of no fewer than three (3) members, inclusive of the Board Treasurer, and may include non-Director persons whose experience may assist in the financial oversight responsibilities.
- Term of service shall be one year and may be renewed annually at the January Organizational meeting.
- All members shall acknowledge their term of service by signing this Charter.
- The Treasurer shall be the Chair.
- All Committee members are appointed by the Board, but the Committee may recommend members for appointment.

Voting:

- Committee approvals will require a majority vote of Committee members (attendance can be via electronic device or phone conference). If voting via email, all members must respond in agreement to be valid.
- Non-Director members shall have the same voting authority within the Committee as Directors.

Operations:

- The Committee shall keep minutes and make a written report to the BOD on a regular basis.
- The Committee shall meet at the call of the Chair.
- The Committee may invite any Director, officer, outside advisor or other non-committee persons to attend a meeting but such persons will not have voting power.
- Committee members will comply with conflicts of interest and other organization policies.

Responsibilities: *(If tasks change significantly over time, this Charter needs to be updated and re-submitted to the BOD for approval.)*

- Review and oversee the creation of accurate, complete, timely, and meaningful financial statements to be presented at the regularly schedule BOD meetings;
- Review and make recommendations to the BOD regarding the annual budget, including the process used in developing the budget and allocations to committees;
- Periodically review adequacy of internal controls, operating cash flows, liquidity position, and performance against budget and projections;
- Review strategy for long-term financial sustainability;
- Regularly review state and federal financial reporting requirements;
- Review and make recommendations as necessary to the BOD regarding the establishment and termination of banking and similar relationships; and
- Prepare annual report, including a summary of financial activity for the year.

Approved by the Board of Directors on: _____

Committee Member Acceptance:

Signature _____

Date: _____

Itasca Waters' Fundraising Committee Charter

Authority: The Fundraising Committee is a Standing Committee of the Board of Directors (BOD) established pursuant to Article 5 of the Bylaws.

Committee Purpose: To raise funds for general operating expenses and for such other expenses as approved by the BOD.

Membership:

- The Committee shall consist of no fewer than three (3) members and may include non-Board persons.
- Term of service shall be one year and may be renewed annually at the January Organizational meeting.
- All members shall acknowledge their term of service by signing this Charter.
- The Chair must be a Director.
- The BOD shall appoint the Chair for the first year. In subsequent years the Chair shall be elected by a majority vote of the Committee.
- All Committee members are appointed by the Board, but the Committee may recommend members for appointment.

Voting:

- Committee approvals will require a majority vote of Committee members (attendance can be via electronic device or phone conference). If voting via email, all members must respond in agreement to be valid.
- Non-Director members shall have the same voting authority within the Committee as Directors.

Operations:

- The Committee shall keep minutes and make a written report to the BOD on a regular basis.
- The Committee shall meet at the call of the Chair.
- The Committee may invite any director, officer, outside advisor or other non-committee persons to attend a meeting but such persons will not have voting power.
- Committee members will comply with conflicts of interest and other organization policies.

Responsibilities: *(If tasks change significantly over time, this Charter needs to be updated and resubmitted to the BOD for approval.)*

- Develop fundraising strategic plan;
- Submit annual budget request to the BOD;
- Develop fundraising event ideas;
- Set up sub-committees to implement events if necessary and oversee:
 - Coordinate logistics for fundraising events;
 - Prepare materials/displays and help set up events;
 - Assist on day of event—set up/staff/tear down;
 - Term of service for sub-committee members is for the duration of the event.
- Post event analysis/survey – monitor performance and cost-effectiveness;
- Comply with state and federal fundraising requirements; and
- Work with Coordinator and other committees as appropriate.

Approved by the Board of Directors on: _____

Committee Member Acceptance:

Signature _____

Date _____

Itasca Waters' Grant Committee Charter

Authority: The Grant Committee is a Standing Committee of the Board of Directors established pursuant to Article 5 of the Bylaws.

Committee Purpose: To search for grants that would fund new projects to enhance the mission of Itasca Waters.

Membership:

- The Committee shall consist of no fewer than three (3) members and may include non-Board persons.
- Term of service shall be one year and may be renewed annually at the January Organizational meeting.
- All members shall acknowledge their term of service by signing this Charter.
- The Chair must be a Director.
- The BOD shall appoint the Chair for the first year. In subsequent years the Chair shall be elected by a majority vote of the Committee.
- All Committee members are appointed by the Board, but the Committee may recommend members for appointment.

Voting:

- Committee approvals will require a majority vote of Committee members (attendance can be via electronic device or phone conference). If voting via email, all members must respond in agreement to be valid.
- Non-Director members shall have the same voting authority within the Committee as Directors.

Operations:

- The Committee shall keep minutes and make a written report to the BOD on a regular basis.
- The Committee shall meet at the call of the Chair.
- The Committee may invite any director, officer, outside advisor or other non-committee persons to attend a meeting but such persons will not have voting power.
- Committee members will comply with conflicts of interest and other organization policies.

Responsibilities: *(If tasks change significantly over time, this Charter will need to be re-submitted to the BOD for approval.)*

- Develop protocol/form for submitting grant proposals to the BOD; [Note: this would be more formal than workplan proposals submitted by other committees.]
- Review grant proposals, determine compatibility with Itasca Waters' mission and capability to administer, and present to the BOD for consideration;
- Submit an annual budget to the BOD for approval;
- Work with Coordinator, or other person who is designated by the BOD, to monitor grants for report due dates; and
- Work closely with the Vision/New Project Sub-Committee.
 - **Sub-Committee: Vision/New Project Committee**
 - Membership to be determined by Grant Committee
 - "Think Tank" for new ideas; and
 - Search for grant opportunities.

Approved by the Board of Directors on: _____

Committee Member Acceptance:

Signature _____

Date _____

Sub-Committee Vision/New Project Member Acceptance

Signature _____

Date _____

Itasca Waters' Marketing Committee Charter

Authority: The Marketing Committee is a Standing Committee of the Board of Directors established pursuant to Article 5 of the Bylaws.

Committee Purpose: To maintain the branding and public perception of Itasca Waters' mission and to act, in conjunction with other committees, as representatives of the organization.

Membership:

- The Committee shall consist of no fewer than three (3) members and may include non-Board persons.
- Term of service shall be one year and may be renewed annually at the January Organizational meeting.
- All members shall acknowledge their term of service by signing this Charter.
- The Chair must be a Director.
- The BOD shall appoint the Chair for the first year. In subsequent years the Chair shall be elected by a majority vote of the Committee.
- All Committee members are appointed by the Board, but the Committee may recommend members for appointment.

Voting:

- Committee approvals will require a majority vote of Committee members (attendance can be via electronic device or phone conference). If voting via email, all members must respond in agreement to be valid.
- Non-Director members shall have the same voting authority within the Committee as Directors.

Operations:

- The Committee shall keep minutes and make a written report to the BOD on a regular basis.
- The Committee shall meet at the call of the Chair.
- The Committee may invite any director, officer, outside advisor or other non-committee persons to attend a meeting but such persons will not have voting power.
- Committee members will comply with conflicts of interest and other organization policies.

Responsibilities: *(If tasks change significantly over time, this Charter will need to be updated and re-submitted to the BOD for approval.)*

- Develop marketing/public relations strategic plan;
- Speak at or act as representative at community meetings/events;
- Submit annual budget request to BOD; and
- Work in collaboration with Coordinator and other committees as appropriate.
- Authority to set up sub-committees if desired, without necessity of BOD approval, for the following:
 - Newsletter/Website/Facebook content and other social media;
 - Coordinate logistics for non-fundraising events;
 - Prepare materials/displays and help set up events;
 - Help on day of event—set up/tear down;
 - Post-event analysis/survey;
 - Term of service for event sub-committee members is the duration of the event.

Approved by the Board of Directors on: _____

Committee Member Acceptance

Signature _____

Date _____

Itasca Waters' Membership Committee Charter

Authority: The Membership Committee is a Standing Committee of the Board of Directors established pursuant to Article 5 of the Bylaws.

Committee Purpose: To recruit and maintain a membership base for the purposes of raising general operating funds and creating a community of people concerned about water quality.

Membership:

- The Committee shall consist of no fewer than three (3) members and may include non-Board persons.
- Term of service shall be one year and may be renewed annually at the January Organizational meeting.
- All members shall acknowledge their term of service by signing this Charter.
- The Chair must be a Director.
- The BOD shall appoint the Chair for the first year. In subsequent years the Chair shall be elected by a majority vote of the Committee.
- All Committee members are appointed by the Board, but the Committee may recommend members for appointment.

Voting:

- Committee approvals will require a majority vote of Committee members (attendance can be via electronic device or phone conference). If voting via email, all members must respond in agreement to be valid.
- Non-Director members shall have the same voting authority within the Committee as Directors.

Operations:

- The Committee shall keep minutes and make a written report to the BOD on a regular basis.
- The Committee shall meet at the call of the Chair.
- The Committee may invite any director, officer, outside advisor or other non-committee persons to attend a meeting but such persons will not have voting power.
- Committee members will comply with conflicts of interest and other organization policies.

Responsibilities: *(If tasks significantly change over time, this Charter will need to be updated and re-submitted to BOD or approval.)*

- Membership Retention – Develop strategies to keep members interested;
- Membership Recruitment – Coordinate outreach to non-members;
- Membership Data – At least two committee members should learn membership software program, assist with data input, gather metrics and know how to produce reports;
- Develop forms and letters and maintain current mailing list; and
- Submit an annual budget request to the BOD.

Approved by the Board of Directors on: _____

Committee Member Acceptance

Signature _____

Date _____

Itasca Waters' Planning Committee Charter

Authority: The Planning Committee is a Standing Committee of the Board of Directors established pursuant to Article 5 of the Bylaws.

Committee Purpose: To ensure a successful and sustainable organization by creating systematic guidelines through the development of short and long-range strategic plans.

Membership:

- The Committee shall consist of no fewer than three (3) members and may include non-Board persons.
- Term of service shall be one year and may be renewed annually at the January Organizational meeting.
- All members shall acknowledge their term of service by signing this Charter.
- The Chair must be a Director.
- The BOD shall appoint the Chair for the first year. In subsequent years the Chair shall be elected by a majority vote of the Committee.
- All Committee members are appointed by the Board, but the Committee may recommend members for appointment.

Voting:

- Committee approvals will require a majority vote of Committee members (attendance can be via electronic device or phone conference). If voting via email, all members must respond in agreement to be valid.
- Non-Director members shall have the same voting authority within the Committee as Directors.

Operations:

- The Committee shall keep minutes and make a written report to the BOD on a regular basis.
- The Committee shall meet at the call of the Chair.
- The Committee may invite any director, officer, outside advisor or other non-committee persons to attend a meeting but such persons will not have voting power.
- Committee members will comply with conflicts of interest and other organization policies.

Responsibilities: *(If tasks change significantly over time, this Charter will need to be updated and resubmitted to the BOD for approval.)*

Review current strategic plan annually.

- Develop Mission and Vision statements;
- Develop short and long-range plans consistent with Mission and Vision Statements;
- Engage all Directors in the discussion; and
- Submit annual budget request to the BOD.

Approved by the Board of Directors on: _____

Committee Member Acceptance

Signature _____

Date _____

ATTACHMENT #2-a-ii-8

Itasca Waters' Shoreland Advisors Committee Charter

Authority: The Shoreland Advisors Committee is a Special Committee of the Board of Directors established pursuant to Article 5 of the Bylaws.

Committee Purpose: To educate shoreline residents about the important relationship of their shoreline habitat to the overall water quality of their lake/river.

Membership:

- The Committee shall consist of no fewer than three (3) members and may include non-Board persons.
- Term of service shall be one year and may be renewed annually at the January Organizational meeting.
- All members shall acknowledge their term of service by signing this Charter.
- The Chair must be a Director.
- The BOD shall appoint the Chair for the first year. In subsequent years the Chair shall be elected by a majority vote of the Committee.
- All Committee members are appointed by the Board, but the Committee may recommend members for appointment.

Voting:

- Committee approvals will require a majority vote of Committee members (attendance can be via electronic device or phone conference). If voting via email, all members must respond in agreement to be valid.
- Non-Director members shall have the same voting authority within the Committee as Directors.

Operations:

- The Committee shall keep minutes and make a written report to the BOD on a regular basis.
- The Committee shall meet at the call of the Chair.
- The Committee may invite any director, officer, outside advisor or other non-committee persons to attend a meeting but such persons will not have voting power.
- Committee members will comply with conflicts of interest and other organization policies.

Responsibilities: *(If tasks significantly change over time, this Charter will need to be updated and re-submitted to the BOD for approval.)*

- Recruit/train advisors (develop workshops);
- Outreach to shoreland owners;
- Public relations outreach, i.e. use of social media and presence at community events;
- Submit annual budget request to BOD for approval; and
- Set up sub-committees if necessary, without the necessity of BOD approval, to:
 - Coordinate logistics for educational and/or training events;
 - Prepare materials/displays and help set up events;
 - Assist on day of event—set up/staff/tear down;
 - Term of service for event sub-committee members is for the duration of the event.

Approved by the Board of Directors on: _____

Committee Member Acceptance

Signature _____

Date _____

Itasca Waters’ Youth Water Summit Committee Charter

Authority: The Youth Water Summit Committee is a Special Committee of the Board of Directors established pursuant to Article 5 of the Bylaws.

Committee Purpose: To inspire young people to care about water quality and the environment through hands-on interactions with professionals in the field.

Membership:

- The Committee shall consist of no fewer than three (3) members and may include non-Board persons.
- Term of service shall be one year and may be renewed annually at the January Organizational meeting.
- All members shall acknowledge their term of service by signing this Charter.
- The Chair must be a Director.
- The BOD shall appoint the Chair for the first year. In subsequent years the Chair shall be elected by a majority vote of the Committee.
- Committees may recommend members for appointment by the Board.

Voting:

- Committee approvals will require a majority vote of Committee members (attendance can be via electronic device or phone conference). If voting via email, all members must respond in agreement to be valid.
- Non-Director members shall have the same voting authority within the Committee as Directors.

Operations:

- The Committee shall keep minutes and make a written report to the BOD on a regular basis.
- The Committee shall meet at the call of the Chair.
- The Committee may invite any director, officer, outside advisor or other non-committee persons to attend a meeting but such persons will not have voting power.
- Committee members will comply with conflicts of interest and other organization policies.

Responsibilities: *(If tasks significantly change over time, this Charter needs to be updated and resubmitted to the BOD for approval.)*

- Develop overall planning for the Youth Water Summit;
- Find presenters and volunteers;
- Coordinate schedule;
- Contact schools;
- Submit annual budget request to the BOD.
- Set up sub-committees if necessary, and without the necessity of BOD approval, to:
 - Coordinate logistics on day of event;
 - Prepare materials/displays; and
 - Assist on day of event—set up/staff/tear down;
 - Term of service for event sub-committee members is for duration of event.

Approved by the Board of Directors on: _____

Committee Member Acceptance:

Signature _____

Date: _____

Itasca Waters' Special Committee Charter Template

Authority: The _____ Committee is a Special Committee of the Board of Directors established pursuant to Article 5 of the Bylaws.

Committee Purpose: As defined by BOD upon approval.

- **Membership:** The Committee shall consist of no fewer than three (3) members and may include non-Board persons.
- Term of service shall be one year, or shorter if committee purpose has been completed, and may be renewed annually at the January Organizational meeting.
- All members shall acknowledge their term of service by signing this Charter.
- The Chair must be a Board member.
- The BOD shall appoint the Chair for the first year. In subsequent years the Chair shall be elected by a majority vote of the Committee.
- All Committee members are appointed by the Board, but the Committee may recommend members for appointment.

Voting:

- Committee approvals will require a majority vote of Committee members (attendance can be via electronic devices or phone conference). If voting via email, all members must respond in agreement to be valid.
- Non-Director members shall have the same voting authority within the Committee as Directors.

Operations:

- The Committee shall keep minutes and make a written report to the BOD on a regular basis.
- The Committee shall meet at the call of the Chair.
- The Committee may invite any Board member, officer, outside advisor or other non-committee persons to attend a meeting but such persons will not have voting power.
- Committee members will comply with conflicts of interest and other organization policies.

Responsibilities: *(To be determined when committee is established. Also, if tasks significantly change over time, the approved Charter would need to be updated and re-submitted to the BOD for approval.)*

- Determine source of funds and submit annual budget request to the BOD;
-
-

Approved by the Board of Directors on: _____

Committee Member Acceptance:

Signature _____

Date: _____

Itasca Waters Committee Project/Events Proposal

Parent Committee: _____

Parent Committee Chair: _____

* * * * *

Project/Event Title: _____

Project Leader/Contact Person: _____

Others potentially involved: _____

Project Purpose/Goals (include what, where, when and why; how it fits Itasca Waters' Mission):

Project Timeline/Tasks

- Start date: _____
- Tasks/responsible person(s):

- Outcome expected:

- Planned end date: _____

Budget (Itemized costs-see attached)

Funding Source (New or Existing Grant, General Operating, or combination of funds) _____

Submitted By: _____ Date Submitted: _____

Date approved by Itasca Waters Board of Directors: _____

Youth Water Summit Report – January 27, 2020

- Presenters confirmed
 - o Will be sending out an email beginning February to reconfirm and ask for titles of presentations.
- Kathy Cone will send emails to media about the event in February
- Volunteers have been confirmed
 - o Will be sending out reminder emails at the end of February
- Meeting with Melanie Debay on Thursday, January, 30 to discuss schedule and mapping breakout sessions.
- Talking with Fair Grounds regarding a rain garden project.
 - o Steve Anderson has agreed to run
 - o Melissa Johnson
 - o Talking to Pagel at City Hall
 - o Talking to Wegworth at Public Works
- Darrin has taken care of the \$1,100.00 grant

Shoreland Advisors Report – January 27, 2020

- Northern Minnesota Builders Show
 - o Registration paperwork has been submitted to Carie Olds
 - Booth is free
 - Paying for tables, chairs, and a wastebasket
 - 2 8x30 tables
 - Three chairs
 - One wastebasket
 - Total = \$100.00
 - o Created scheduling spreadsheet of event
 - o Contacted presenters to man the booth
 - Soil and Water has confirmed
 - Jeff Peonix has confirmed
 - Perry Leogering has confirmed
 - David Hayes with the Master Gardeners is asking their board
 - RMB labs has been contacted (Bob Borash) and awaiting a reply
- Native Plants
 - o Spoke with Leah at Boreal Natives
 - They are not able to donate plants/seeds at present
 - Offered manpower for projects
 - Have inquired if they will be able to sell us seeds at cost and if they have growing space
 - o Left message at Bloomers for Becky Wilkins and Sharalee Hoard (closed for season)
 - Inquiring about growing space
 - Inquiring about seeds for the nine native plants suggested by Karen Terry

- Left message with Beiers Greenhouse regarding same (also closed for season)
- Communicating with Vince Fritz at NCROC regarding growing space
 - Need to get details from Dave
- Rapids Brewing
 - Spoke with Bill Martinetto
 - Confirmed we could present
 - Working to pick date in February (will know by end of week)
 - Found potential projector to use
 - Megan Christianson mentioned Carie Olds at the Builders Association lends them out.
 - She has offered to reach out to Carie
 - Waiting to hear back regarding soup and flatbread idea
 - Working on a shortened version of Karen Terry's presentation (12 slides)
- Newsletter sent out to Shoreland Advisors
 - 67% open rate
- Working with Jon Byrne on Herald Article
 - Met with last week to discuss ideas
 - Emailed Vic Spadadicci to write editor
- Will be emailing advisors and previous committee meeting attendees to hold second meeting in February.
 - Will use Constant Contact

INVOICE

December 28, 2019

Itasca Waters
P.O. Box 881
Grand Rapids, MN 55744

Professional Services & Expenses (December 2019)

Professional Services		
Activities	Hours	Fees
Community engagement		
• Connelly	8.0 hrs	\$1200.00
• Zabinski	6.5 hrs	\$975.00
Total Services & Expenses	14.5hrs	\$2175.00

Please remit payment to: Untapped, Inc.
PO Box 320
Grand Rapids, MN 55744

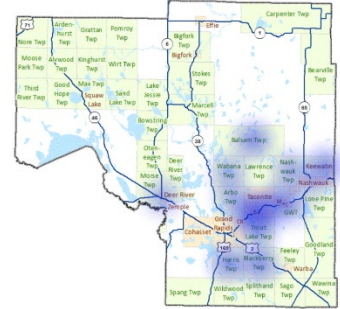
Community Engagement Summary (Dec 2019)

November Activity

- Completed 24 interviews with township officials (a total of 40 completed so far)
- Worked on Bigfork Focus group – scheduled for Jan 28th
- Continued research on water quality public awareness campaigns

Summary of interviews with Itasca County elected officials

As part of the community engagement project, unTapped LLC interviewed elected officials from 15 local units of government in Itasca County, excluding Grand Rapids and Cohasset (those elected officials were contacted in a separate phase of research). The interviews were conducted over the phone between early November and late December. The shaded areas on the map (right) identify the respondents' residences.



Survey questions

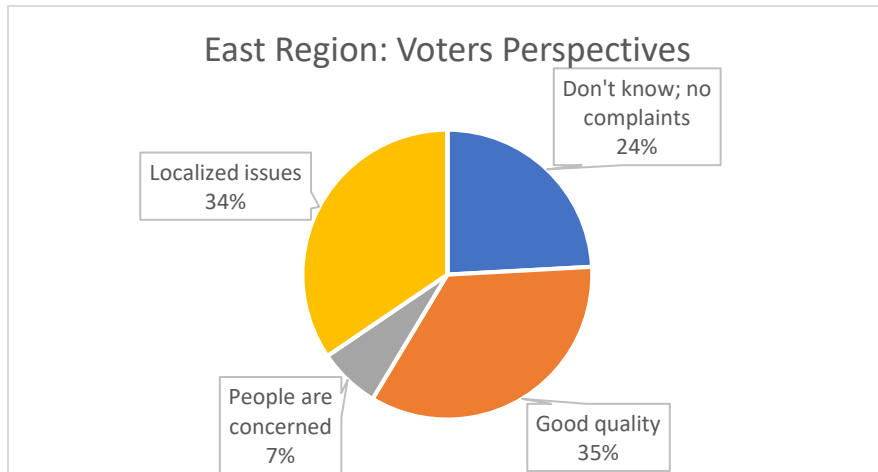
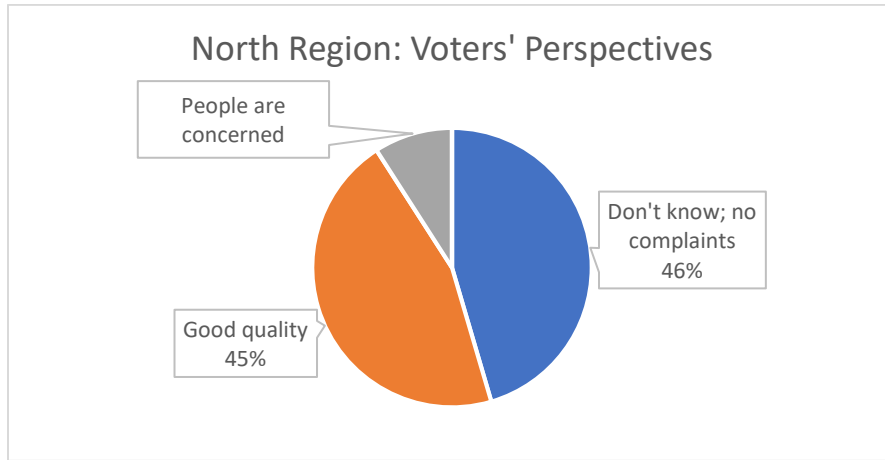
1. Do you live on a lake or river? If so, which one?
2. What do your constituents think about the quality of water (lakes, rivers and streams) in Itasca County?
3. What is your understanding of the impact of good water quality on the economy of Itasca County?
4. Who do you think is responsible for water quality in Itasca County?
5. What do you think the city/township should do to protect water quality in our area?

Q1. Do you live on a lake or river?

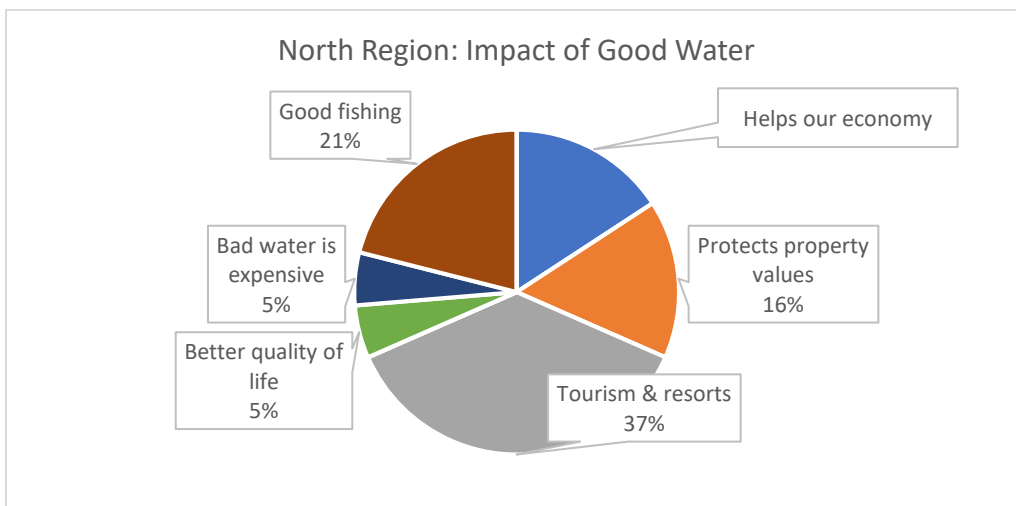
Nearly half (45%) of the elected officials we interviewed live on a lake or river in Itasca County or own a second home on a lake or river within the county.

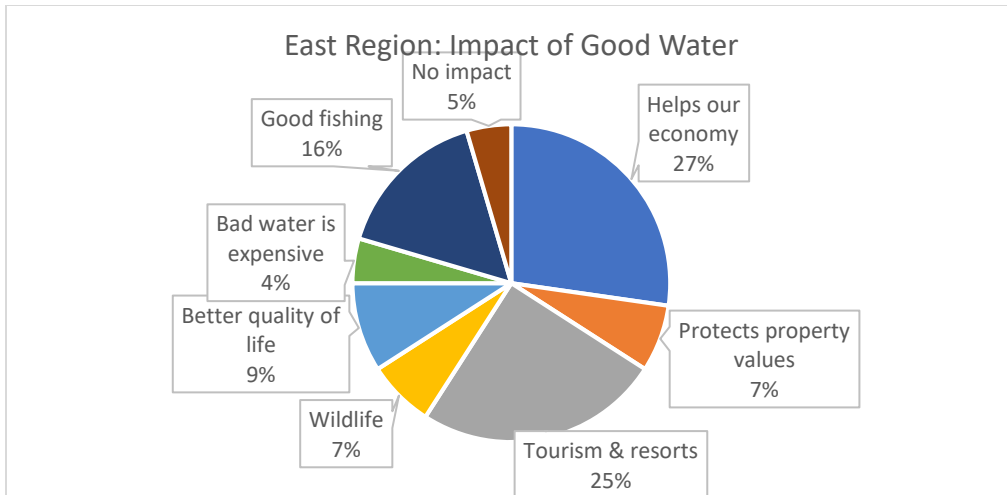
		Home or cabin?
Arbo Township	3	1
Balsam Township	2	2
Blackberry Township	3	3
Bovey	4	1
Calumet	1	0
Coleraine	4	4
Deer River	1	0
Greenway Township	3	1
Harris Township	3	0
Keewatin	5	2
Marble	4	0
Nashwauk	2	1
Nashwauk Township	1	1
Trout Lake Township	3	1
Wabana Township	1	1
	<hr/>	<hr/>
	40	18

Q2: What do your constituents think about the quality of water (lakes, rivers and streams) in Itasca County?

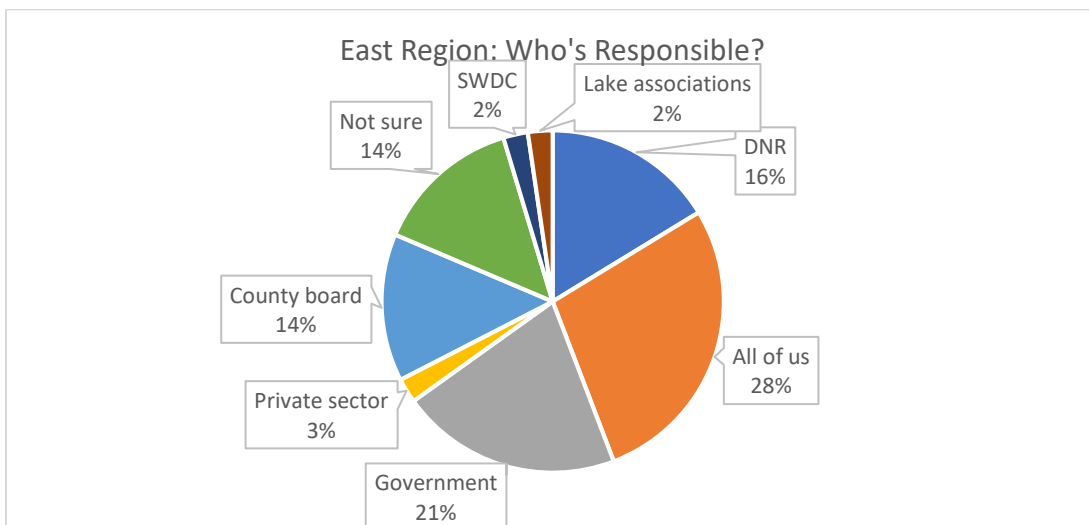
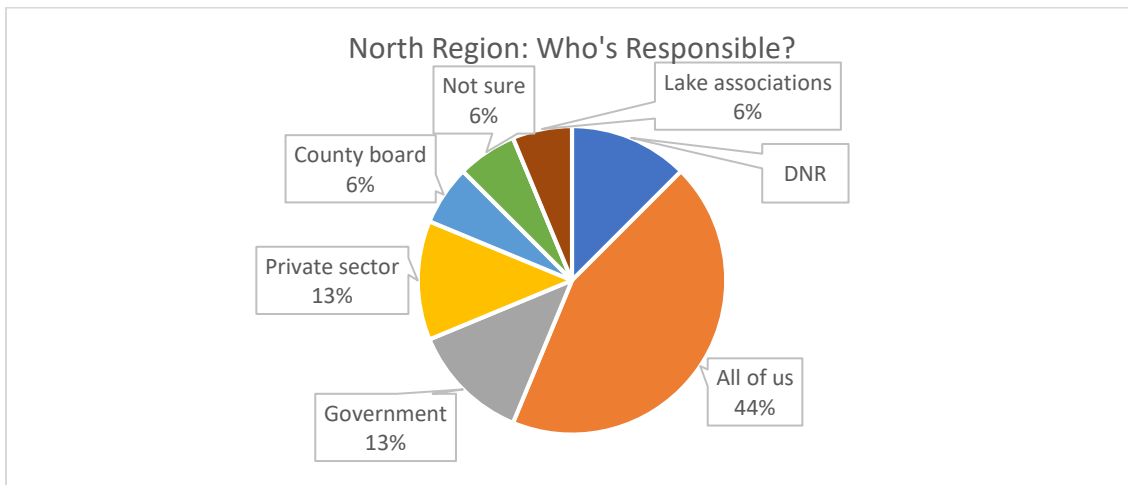


Q3: What is your understanding of the impact of good water quality on the economy of Itasca County?

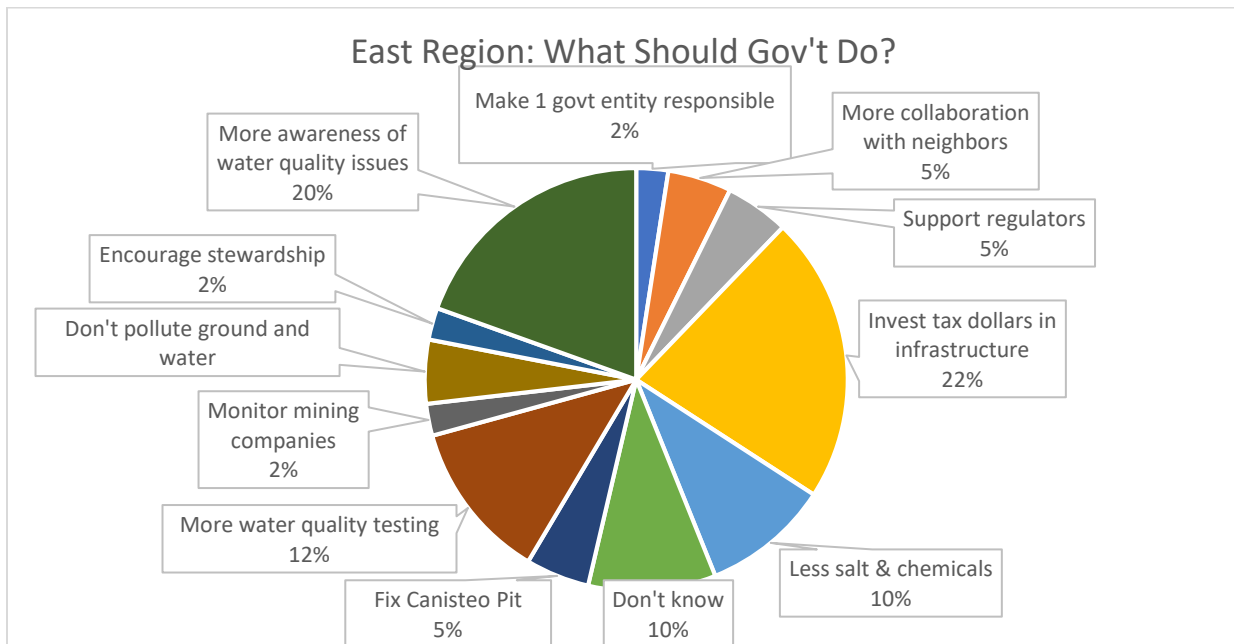
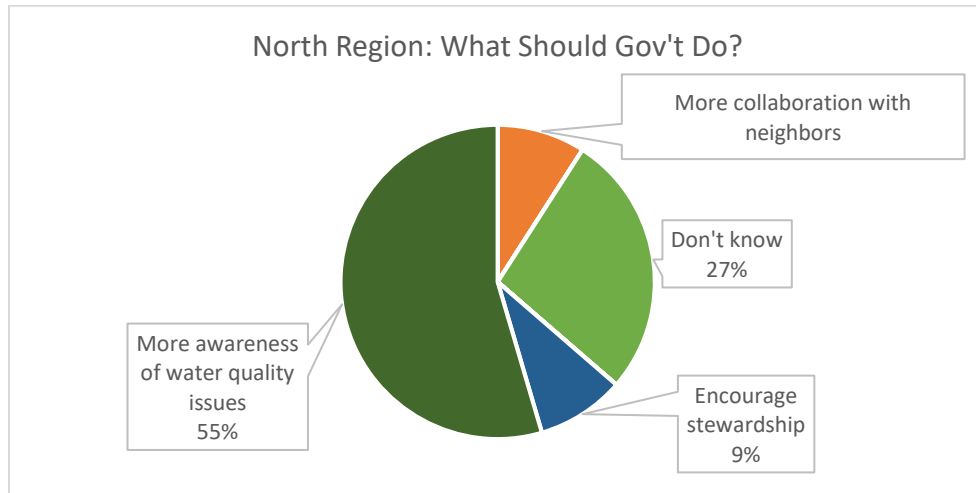




Q4: Who do you think is responsible for water quality in Itasca County?



Q5: What do you think the city/township should do to protect water quality in our area?



ATTACHMENT #3-a

2019 Itasca Waters Membership Report
Presented at January 27, 2020 Quarterly Meeting
Shirley Loegering

Total Renewals and New Members for 2019:

Total membership donations = \$9,259.97 plus \$250 for a Memorial

Compared to \$7344 in 2018

- 29 New Members in 2019 (two are Board members)
- Twelve Board Members and one Advisory Board Member made donations

Online donations – we can utilize both options:

- goEmerchant
 - Received \$1,134 in 2019 - includes 6 Directors, 10 others (4 new)
 - Compared to \$989 in 2018
- GiveMN
 - \$225

November Membership campaign mailing results:

- 133 Renewals sent – 80 renewals to-date (47 returned the member survey – see tally)
- 270 New member invites – 16 new members resulted from this mailing

February 2020:

- Renewal reminders will be emailed
- Lapsed members will be contacted by mail

ATTACHMENT #3-b

2019 Itasca Waters Member Survey Tally

To help us understand what issues are the most important to you, rank the following from 1 to 10, with one being the most important.

- Runoff from poor shoreline buffers and lawn care
- Impact of personal care products and pharmaceuticals in aquatic systems
- Combatting the spread of aquatic invasive species
- Protecting the quality of our lakes and rivers for fishing, swimming and recreational use
- Protecting the quality of our rural drinking water quality (wells)
- Improving septic systems in the county
- Improving/maintaining the quality of municipal drinking water
- Reducing the amount of salt used on roadways
- Eutrophication of our lakes due to high-nutrient loads (mainly phosphorus and nitrogen)
- Climate change impacts on our water

Column1	1	2	3	4	5	6	7	8	9	10
Runoff	7	5	5	10	10	4	1	1	0	1
RX	1	2	1	0	8	2	7	6	7	7
AIS	13	9	5	5	2	2	1	3	1	1
Overall	20	13	6	0	2	2	3	0	0	1
Wells	8	8	5	2	4	5	1	2	3	2
Septic	4	1	7	7	7	10	2	2	1	1
Municipal	6	3	3	1	2	6	8	1	6	5
Salt	2	1	3	5	3	0	3	11	11	1
Eutrophication	2	8	6	7	4	3	3	6		1
Climate	5	0	3	1	5	3	7	2	3	12

Comments:

- All of Above (All important, hard to rank)
- These are all very important. Need we rank? Which child do you love the most?
- Re: Municipal drinking water, somewhat controllable, treatable, amendable
- Re: Climate change, important to monitor--don't know a control method

Other concerns (added by Members)

- I believe, long term, that eradicating AIS is more important than preventing the spread, which is futile on a long-term basis.
- Land use and permitting by County.
- Good enforcement of fishing and hunting regulations.

How likely are you to recommend this organization to a friend or colleague?

Comment: I recommended you to someone recently-a new hydro guy in town.

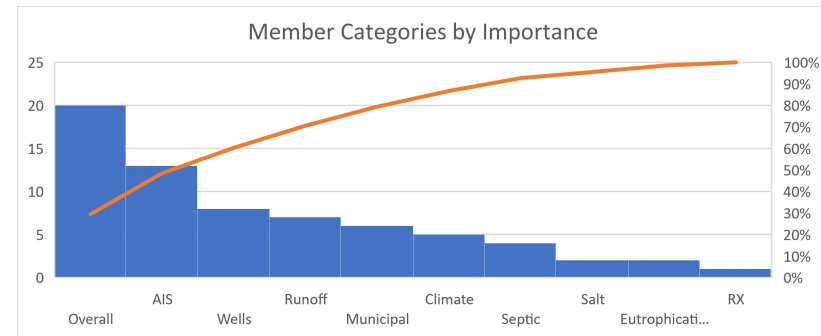
In Itasca County do you:

- a. Reside on lakeshore/riverfront property 30
- b. Within city/village limits 6
- c. Within city/village limits, but own cabin or lakeshore 4
- d. Are you a permanent resident (but did not check either lakeshore or city) 4

- Comment by member: N/A (possibly lives outside county) 1
- Comment by member: Permanent, rural resident 1
- Comment by member: Rural, but own lake property. 1

How do you prefer to hear about Itasca Waters' activities? (Circle all that apply)

- a. Email 30
- b. U.S. Mail 24
- c. Newsletter 15
- d. Social Media 6
- e. Website 8
- f. Text Message 1
- g. Other



Very Likely	Likely	Not Sure	Probably Not	Definitely Not	No Answer
24	21	1			1

Permanent	Seasonal
19	4

Age Range (optional):

a. 18-30	1
b. 31-50	3
c. 51-65	14
d. 66-75	20
e. Over 75	9

Any other comments or Questions?

Keep up the Great work. Continue your good work. Keep up the important work.	8
Continue to be an active organization. Involve young people. Keep in touch with lake associations. Involve the commissioners in the organization.	1
Give the Pres a hug.	1
Thank ALL of you for ALL you do!!! Outstanding	1
I don't believe surveys are worth much.	1
Thanks for your efforts	1
How sad, for instance, that there is an island of garbage in the Pacific bigger than the State of Texas. Everyone needs to be careful and protect our wonderful enviroment of Minnesota and beyond.	1

SL's Note: 47 Respondents (some did not answer all the questions)



Jan Sandberg <jan.f.sandberg@gmail.com>

Fwd: end of year.

Lynn Moratzkal <lgm7739@me.com>

Fri, Jan 10, 2020 at 9:56 AM

To: jan.f.sandberg@gmail.com, pershirl@gmail.com, wabana54@gmail.com, Jesse@moveitrealestate.com, sandy@lakehomes.com, kiffyl@hotmail.com, patandrodleistikow@gmail.com, Jan Best <jbest51@yahoo.com>, Brian Whittemore <brwhit44@gmail.com>

Cc: Itasca Waters <zack@itascawaters.org>

Good morning - I just had a phone conference with Sonja Merrild at the Blandin Foundation regarding the Propel Contract. I have attached the email chain leading to the phone call for the record.

After answering her questions on the contract execution and both Amanda's and Glyn's responses to our email she wants us to know

1. She thinks we are an amazing organization. She watches us from afar. She is so impressed with the people who serve on the board. She is very pleased that we have taken on the board development challenge.
2. She was very disappointed in Propel. She asked about Glyn's response. I told her I did have a phone conversation with him on December 20 and that he recognized they fell short.
3. She is willing to come to a board meeting to show her support and see how we are doing. I told her our restructure documents and discussion will be coming to our January 27, 2020 meeting. I was sure the Board would be happy to have her to come. However, I wasn't sure this was the right meeting and I wanted to make sure it would be productive for both of us. If you want me to invite her to the January 27 meeting let me know.
4. She said Blandin would be willing to provide another (not Propel) consultant to assist us further, if and when we need help. (She mentioned someone local - Russ W). She asked if we needed consultant assistance now. I said I thought we had completed the basic work on the restructure process. We may need assistance in the future. However, I wasn't sure we could identify exactly where we may need help and we won't until we get into executing the new process. She reiterated she and Blandin are there for us.

Let me know if you have questions or when you want me to invite Sonja to a board meeting.

PS She said to greet Dave and Jan Sandberg.

Lynn Moratzka

Begin forwarded message:

From: Sonja Merrild <smmerrild@blandinfoundation.org>
Date: January 10, 2020 at 8:49:28 AM CST
To: Lynn Moratzkal <lgm7739@me.com>
Subject: RE: end of year.

Thank you for this, Lynn. I've read it a couple of times. Propel is a long-standing partner of ours and I'm surprised this is the first I hear of this (honestly) botched contract and work scope. I'm so disappointed to read what happened ...

Looking forward to talking with you shortly.

Sonja

From: Lynn Moratzkal <lgm7739@me.com>
Sent: Thursday, January 9, 2020 8:36 AM
To: Sonja Merrild <smmerrild@blandinfoundation.org>
Subject: Fwd: end of year.

Good morning,

In preparation for our telephone call tomorrow morning, I am forwarding an email exchange we had with our consultant at Propel, Amanda Ziebell. I hope this provides some background and context for our phone call.

Lynn Moratzka

Begin forwarded message:

From: Amanda Ziebell <AZiebell@propelnonprofits.org>
Date: December 13, 2019 at 3:15:02 PM CST
To: Lynn Moratzkal <lgm7739@me.com>, "jan.f.sandberg@gmail.com" <jan.f.sandberg@gmail.com>, "[persirl@gmail.com](mailto:pershirl@gmail.com)" <[persirl@gmail.com](mailto:pershirl@gmail.com)>
Cc: Glyn Northington <GNorthington@propelnonprofits.org>, Mario Hernandez <MHernandez@propelnonprofits.org>, Kate Barr <KBarr@propelnonprofits.org>
Subject: RE: end of year.

Thank you for this summary, Lynn,

I agree that this, generally, is an accurate timeline of the process. Because this is being billed internally, and not to Itasca Waters, I have included Glyn and our President, Kate Barr (as well as my direct supervisor, Mario Hernandez). All hours completed by myself are indicated in our database, along with descriptions. I do not have information about how Jenny recorded her hours. My understanding of the project was that it involved an assessment and a board session based on the assessment and our Board Bootcamp Curriculum.

I hope that you know that I am happy to provide any additional technical assistance as needed or to refer you to another consultant here at Propel in the future if that feels like it may be a better fit.

I understand that this was a time of transition at Propel and that this resulted in some disconnects and delays on the project. I also take responsibility for missing the last in person session due to incorrect scheduling, but was glad to be able to participate remotely and to hear that the board was in agreement about the way forward. I agree that the group is moving forward appropriately and that the plan in place will be successful, largely due to the work of Shirley, Jan and Lynn.

I appreciate the very thorough follow-up on my last email and wish you the best as you implement your new board plans.

Amanda L. Ziebell Mawanda

Pronouns: she/her/hers

Strategic Services Consultant | Propel Nonprofits

1 SE Main Street, Suite 600, Minneapolis, MN 55414

Directions to Parking Garage

612.600.5729 cell/preferred | 612.249.6693 office | aziebell@propelnonprofits.org

Twitter | Facebook | Instagram | LinkedIn | YouTube

From: Lynn Moratzkal <lgm7739@me.com>
Sent: Friday, December 13, 2019 2:13 PM
To: Amanda Ziebell <AZiebell@propelnonprofits.org>
Cc: pershirl@gmail.com; jan.f.sandberg@gmail.com; Glyn Northington <GNorthington@propelnonprofits.org>; Mario Hernandez <MHernandez@propelnonprofits.org>
Subject: Re: end of year.

Greetings,

We decided to wait to respond to your email until the Executive Committee met yesterday and was able to provide feedback on our contract with Propel for Nonprofits. We have tried to put together a chronological response to your email asking if we were satisfied and have what we need to be successful. We will be successful. However, that is more the result of our own work on the process.

We signed the agreements which you attached to your email on December 19, 2018 with Jennifer Kramm as our consultant. Shirley Loegering, Jan Sandberg and I are the board members working on board development along with our part time staff and have been the contacts for you and for Jennifer.

We had hoped to have the six hour board retreat over the winter. However, one of the key board members winters in Arizona so we delayed the retreat and therefore some of the initial work. The revised work schedule reflected the dates of the surveys and retreats. Jennifer left prior to sending out a SurveyMonkey instrument to learn about our perceptions of the boards performance and cohesion as a group.

Amanda stepped in to take over Jennifer's responsibilities for this project. On March 6 she did send out a Board Preference Survey to address two areas of preference Context and Conflict Style which I believe all the board members completed. We did have a change in staff. I asked Amanda to have him complete the survey. She said she would and did not have him do so. When I asked her about it she said she didn't feel it was necessary and now too late.

According to the agreements, IW Board members would be given prep or pre-retreat reading. This was to include the Attorney's Generals Guide regarding Fiduciary Duties of Board members; Propel Summary of Board Roles and Responsibilities and an article on Executive Committees; personality assessment and a pre-read of Propel Nonprofits Board Boot Camp Manual. When I asked Amanda about the prework on April 2, she replied she was not planning on any prework.

Jennifer Kramm provided us with a proposed project agreement for Board Development dated November 27, 2018. This document includes facts and information that Jennifer had about Itasca Waters as an organization. We provided Amanda the board job descriptions and contract. During the retreat it was clear that Amanda did not have some basic information about IW. When I asked Amanda after the retreat on May 24, if she did have organizational information about us, she replied no nothing was in the files.

The IW Board Retreat took place on May 23 from 3:00-8:00 pm. Board comments from the retreat: very generic; cookie cutter; nothing specific for Itasca Waters - not tailored. Board members were more disappointed in the follow-up which many felt was the weakest element. We expected more hands-on training from the Propel consultant.

June 4, I sent an email asking Amanda if we would have anything for our June 6 Executive Committee. June 6, she replied she would check with a program associate who may have completed them while she was away with other clients. On June 11, I sent an email asking Amanda for notes/report from the May 23, retreat and if she was planning on working with our president or anyone else prior to the July 11, Executive meeting or the July 15 full Board meeting. Amanda replied on June 12, that it generally takes a few weeks after a retreat to get notes out and that Propel was behind because they were running at 1/2 staff.

On June 30, Amanda emailed she would send the notes out before the July 4th break asking if she should call in on July 11. The notes came on July 1. She did call in. She hoped to work with Dave prior to the July 15 meeting. This did not occur. She did send information regarding an upcoming workshop that Propel was hosting in Grand Rapids for Board Chairs and staff. Both Dave and Zack, our new staff person did attend.

After the July meetings, Amanda and the committee felt it would be helpful for her to listen to tapes of the meetings so she could hear the dynamics of the meetings since she isn't able to attend. Tapes of a couple of the meetings were sent. It was agreed that Amanda would attend the next quarterly meeting of the full board on October 21 at 4:00 so she could facilitate the discussion on restructuring. Jan Sandberg drafted the draft restructure plan with feedback from other members. Amanda was sent the draft on October 3. She agreed it was spot on. She agreed to facilitate the discussion with the full board on October 21 using Jan's draft as a framework for the discussion. We had set the agenda to have this item as the primary agenda item and allowed time for breakout after the formal meeting.

Amanda came on the wrong day - October 18 and was not available to come back on October 21. She did call in. Jan Sandberg presented the draft

restructure plan and facilitated the breakout session after the formal meeting.

On November 14, I emailed Amanda asking if she had a comments about the restructure plan that I could share with the Executive Committee at the meeting later that day. She responded no, she was interested in hearing how we progressed.

We have been working on our own. We have looked at the Propel site for opportunities for resources and classes for our members.

The last email I received from Amanda is attached. In summary, we feel we received the minimum support per the contract and were disappointed in the overall training as presented to us.

Lynn Moratzka

On Nov 25, 2019, at 1:03 PM, Amanda Ziebell <AZiebell@propelnonprofits.org> wrote:

Hello from Propel,

I am in the midst of an hours audit and wanted to check in to see if you feel like you have what you need to be successful with your board development work.

Your initial contract was with Jenny Kramm (I was on maternity leave), but I picked it up when Jenny left Propel. When I looked at the initial proposal, it seemed to me that we have accomplished the goals set out, but I wanted to make sure you feel that you have what you need to be successful in moving your new structure forward. I will attach the two documents here for you review. Please let me know if you feel like we are able to close this project out or what else would set you up to be successful.

Of course even if our contact is closed, you can always reach out with questions or if you think I can be helpful.

Amanda L. Ziebell Mawanda

Pronouns: she/her/hers

Strategic Services Consultant | Propel Nonprofits

1 SE Main Street, Suite 600, Minneapolis, MN 55414

Directions to Parking Garage

612.600.5729 cell/preferred | 612.249.6693 office |
aziebell@propelnonprofits.org

1/24/2020

Gmail - Fwd: end of year.

[Twitter](#) | [Facebook](#) | [Instagram](#) | [LinkedIn](#) | [YouTube](#)

<Itasca Waters Consulting Agreement FINAL.pdf>

<Itasca Waters Agreement.pdf>