Minnesota Watersheds
www.mnwatersheds.com

Minnesota Watersheds
2026 Annual Conference

December 2 - 4
Grand View Lodge, Nisswa, Minnesota

Member Meeting Materials

Enclosed are the following items:

1. Notice of Annual Meeting
2. Delegate Appointment Form
3. 2026 Delegate/Alternate Checklist
4. Annual Business Meeting Agenda
5. 2025 Annual Business Meeting Minutes
6. Draft Fiscal Year 25-26 Financial Report and Proposed Fiscal Year 26-27 Budget
7. Proposed Dues Structure Adjustments
8. Proposed Strategic Plan Revisions
9. Proposed Bylaws Changes
10. Proposed 2027 Legislative Priorities

Please note that the Delegate Appointment Forms are **REQUIRED**. Delegates appointed for the Annual Meeting on Resolutions are considered appointed. ***Email confirmation of those appointed delegates is required. A new delegate form is required if there new delegates***.

Please submit your Delegate Appointment Forms or email confirmation to Jan Voit at jvoit@mnwatersheds.com at your earliest convenience.

This packet has been distributed to managers, commissioners, and administrators via email. No paper copies of this packet will be sent via the U.S. Postal Service.

We are looking forward to seeing you at this year's conference!

PLEASE BRING THIS INFORMATION PACKET WITH YOU TO THE CONFERENCE.
EXTRA COPIES WILL NOT BE AVAILABLE ON SITE. THANK YOU!!

Minnesota Watersheds
2026 Annual Business Meeting Notice

NOTICE IS HEREBY GIVEN that the 2026 Annual Business Meeting of Minnesota Watersheds will be held at the Grand View Lodge, Nisswa, Minnesota beginning at 8:00 a.m. on Friday, December 4, 2026 for the following purposes:

1. To receive and accept the reports of the President, Secretary, and Treasurer regarding the business of the association of the past year;
2. To receive the report of the auditor;
3. To consider and act upon the Fiscal Year 25-26 financial report;
4. To consider and act upon the Fiscal Year 26-27 budget;
5. To consider and act upon the proposed dues structure adjustments;
6. To consider and act upon proposed Strategic Plan revisions;
7. To consider and act upon proposed Bylaws changes;
8. To consider and act upon proposed 2027 Legislative Priorities;
9. To elect three directors, one from each region, for terms ending in 2029; and
10. To consider and act upon any other business that may properly come before the membership.

Sincerely,

Wanda Holker

Wanda Holker
Secretary

Minnesota Watersheds
2026 Delegate Appointment Form

The _____ hereby certifies that it is
name of watershed organization
a watershed district or watershed management organization duly established and in good standing pursuant to Minnesota Statutes 103B or 103D and is a member of Minnesota Watersheds for the year 2026.

The _____ hereby further certifies
name of watershed organization
the following individuals have been appointed as delegates, or as an alternate delegate, all of whom are managers in good standing with their respective watershed district or watershed management organization.

Delegate #1: _____

Delegate #2: _____

Alternate: _____

Authorized by: _____
Signature **Date**

_____
Title

** Please return this form to jvoit@mnwatersheds.com at your earliest convenience. **

REGION 1	Delegate 1	Delegate 2	Alternate
Bois de Sioux Watershed District	Linda Vavra	Allen Wold	
Buffalo-Red River Watershed District	Bill Davis	Cathy Affield	Gerry Van Amburg
Cormorant Lakes Watershed District			
Joe River Watershed District			
Middle-Snake-Tamarac Rivers	Bill Petersen	Lein Schiller	Keith Szczepanski
Pelican River Watershed District	Charles Jasken	Laurie Olson	Scott Busker
Red Lake Watershed District	Gene Tiedemann	LeRoy Ose	Allan Page
Roseau River Watershed District	James Johnson	LaVerne Voll	
Sand Hill River Watershed District	Don Andringa	Todd Peterson	
Two Rivers Watershed District	Gerald Olsonowski	Daryl Klegstad	Mark Langehaug
Warroad River Watershed District			
Wild Rice Watershed District	Duane Erickson	Michael Christianson	Gregory Holmvik
REGION 2	**Delegate 1**	**Delegate 2**	**Alternate**
Buffalo Creek Watershed District			
Cedar River Watershed District			
Clearwater River Watershed District			
Crooked Creek Watershed District	Arlyn Pohlman	Brad Felten	Paul Fruechte
High Island Creek Watershed District			
Kanaranzi-Little Rock Watershed District			
Lac Qui Parle-Yellow Bank Watershed District	Jon Olson		Andrew Weber
Middle Fork Crow River Watershed District	Jeff Gertgen	Shane Braegelman	Ruth Schaefer
North Fork Crow River Watershed District	Bob Brauchler	Jim Barchenger	Jim Weller
Okabena Ocheda Watershed District			
Shell Rock River Watershed District	Mike Lee	Joe Pacovsky	
Turtle Creek Watershed District			
Upper Minnesota River Watershed District	Wanda Holker	Jon Bork	
Yellow Medicine River Watershed District	Randy Kamrath	Bill Briggs	Faith Olsen
REGION 3	**Delegate 1**	**Delegate 2**	**Alternate**
Bassett Creek WMC	Shaun Kennedy	Jen Leonardson	Paula Pentel
Brown's Creek Watershed District	Celia Wirth	Chuck LeRoux	
Capitol Region Watershed District	Shawn Mazanec	Joe Collins	Mary Texer
Carnelian Marine St. Croix Watershed District	Paul Richert	Mark Doneux	
Comfort Lake - Forest Lake Watershed District	Dave Bakke	Steve Schmaltz	Jackie Anderson
Coon Creek Watershed District	Jim Hafner	Mary Campbell	Dwight McCullough
Minnehaha Creek Watershed District	Sherry White	William Olson	Gene Maxwell
Mississippi WMO			
Nine Mile Creek Watershed District	Bob Cutshall	Brian Kirk	Larry Olsen
Prior Lake Spring Lake Watershed District	Beverly Burnett	Bruce Loney	Frank Boyles
Ramsey Washington Metro Watershed District	Mark Gernes	Val Eisele	Benjamin Karp
Rice Creek Watershed District	Marcie Weinandt	Janet Hegland	Mike Bradley
Riley Purgatory Bluff Creek Watershed District	Bonnie Nelson	Jill Crafton	Leslie Stovring
South Washington Watershed District	David Filipiak	Emily Stephens	Andrea Date
Vadnais Lake Area WMO			
Valley Branch Watershed District	Ed Marchan	John Brach	Rick Gelbmann

Minnesota Watersheds
2025 Annual Conference
Grand View Lodge, Nisswa, MN

Annual Business Meeting
AGENDA
Friday, December 4, 2026 | 8 a.m.

GENERAL BUSINESS

8:00 a.m. Call to Order and Confirm Quorum
8:01 a.m. Approval of Agenda (Action)
8:02 a.m. Approval of 2025 Annual Business Meeting Minutes (Action) – Peter Fjestad
8:05 a.m. Treasurer's Reports – Peter Fjestad

- FY25-26 Year End Financial Report (Action)
- FY25-26 Review of Financial Procedure Report (Action)
- FY26-27 Proposed Budget (Action)
- FY27-28 and FY28-29 Proposed Dues (Action)

REPORTS

8:45 a.m. President's Report – Peter Fjestad
8:55 a.m. Caucus Election Results Report – Peter Fjestad
9:00 a.m. Executive Director's Report – Jan Voit
9:15 a.m. Board of Water and Soil Resources Report – Assistant Director Justin Hanson

ACTION ITEMS

9:30 a.m. **STRATEGIC PLAN** (Action) – Peter Fjestad

9:40 a.m. **BYLAWS HEARING** (Action) – Peter Fjestad

9:50 a.m. **2027 LEGISLATIVE PRIORITIES** (Action) – Jan Voit

10:30 a.m. **ADJOURNMENT**

Minnesota Watersheds
Annual Business Meeting
December 5, 2025

1. CALL TO ORDER

The 2025 Minnesota Watersheds Annual Business Meeting was convened at 8:04 a.m. by President Brad Kramer, Shell Rock River Watershed District (SRRWD). Fifty four delegates were registered when the annual conference opened, which confirms a quorum was present. There were 46 delegates in attendance at the business. Thirty were needed for a 2/3 majority vote to approve resolutions. The list of delegates registered for the conference and delegates in attendance can be found at the end of these minutes.

2. GENERAL BUSINESS

Agenda

Peter Fjestad, Buffalo-Red River Watershed District (BRRWD) moved to approve the agenda. Linda Vavra, Bois de Sioux Watershed District (BDSWD) seconded the motion. The motion passed by voice vote.

Secretary's Report

President Kramer presented the minutes of the 2024 Annual Business Meeting. Jackie Anderson, Comfort Lake-Forest Lake Watershed District (CLFLWD) moved to approve the Secretary's Report. Mike Lee, SRRWD seconded the motion. The motion passed by voice vote.

Treasurer's Report

President Kramer presented the following reports:

- 2025 Year End Financial Report and Statement of Financial Position. Tom Duevel, Riley Purgatory Bluff Creek Watershed District (RPBCWD) moved to approve the 2025 Year End Financial Report. Jill Crafton, RPBCWD seconded the motion. The motion passed by voice vote.
- Independent Accountant's Report on Applying Agreed upon Financial Procedures. The report dated November 24, 2025, was prepared by Redpath and Company, Ltd. Tom Duevel, RPBCWD moved to accept the Report on Applying Agreed upon Financial Procedures. Paul Richert, Carnelian-Marine-St. Croix Watershed District (CMSCWD) seconded the motion. The motion passed by voice vote.
- 2026 Proposed Budget. Tom Duevel, RPBCWD moved to approve the 2026 Proposed Budget. Bob Brauchler, North Fork Crow River Watershed District seconded the motion. The motion passed by voice vote.

3. REPORTS

President Kramer, Executive Director Voit, and John Jaschke, Board of Water and Soil Resources Executive Director gave reports.

4. STRATEGIC PLAN UPDATES

President Kramer reported on the proposed updates to the Strategic Plan as provided in the annual business meeting packet. Jon Bork, Upper Minnesota River Watershed District (UMRWD) moved to approve the Strategic Plan updates. Andrew Weber, Lac qui Parle-Yellow Bank Watershed District (LQPYBWD) seconded the motion. The motion passed by voice vote.

5. LEGISLATIVE PLATFORM CHANGES

President Kramer reported on the proposed changes to the Legislative Platform as provided in the annual business meeting packet and in a packet that was distributed on November 26. Ruth Schaefer, Middle Fork Crow River Watershed District (MFCRWD) moved to approve the Legislative Platform changes. Andrew Weber, LQPYBWD seconded the motion. The motion passed by voice vote.

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6. BYLAWS HEARING

Andrew Weber, LQPYBWD moved to open the Bylaws Hearing. Shaun Kennedy, Bassett Creek Watershed Management Commission seconded the motion. The motion passed by voice vote.

President Kramer reported on the proposed changes to the Bylaws as provided in the annual business meeting packet. Tom Duevel, RPBCWD moved to approve the proposed changes to the Bylaws. Paul Richert, CMSCWD seconded the motion, which passed by voice vote.

Peter Fjestad, BRRWD moved to close the Bylaws Hearing. Jon Bork, UMRWD seconded the motion, which passed by voice vote.

7. RESOLUTIONS HEARING

Mike Lee, SRRWD moved to open the Resolutions Hearing. The motion was seconded by Paul Richert, CMSCWD which passed by voice vote. Minnesota Watersheds Treasurer and Co-Chair of the Legislative Committee Don Pereira, Valley Branch Watershed District, presided over the Resolutions Hearing.

Resolution 2025-04 Resolution Seeking Revision to Minnesota Statute 471.617 to Include Watershed Districts and Watershed Management Organizations

Joni Giese, Prior Lake-Spring Lake Watershed District Administrator presented the resolution on behalf of Prior Lake-Spring Lake WD. Ruth Schaefer, MFCRWD moved to adopt Resolution 2024-05. Linda Vavra, BDSWD seconded the motion.

The vote on the motion to adopt Resolution 2025-04 was passed by hand raising: 46 in favor, none opposed.

- **Resolution 2025-4: NOW, THEREFORE, BE IT RESOLVED** that Minnesota Watersheds seeks revision to Minnesota Statute 471.617, Subdivisions 1 and 2 to explicitly include "Watershed Districts and Watershed Management Organizations" on the list of political subdivisions allowed to self-insure for employee health benefits.

Resolution 2025-05 Resolution Improving Mitigation Under the Minnesota Endangered Species Act

Jon Janke, Coon Creek Watershed District Interim Administrator presented the resolution. Jeff Gertgen, MFCRWD moved to adopt Resolution 2025-05. Joe Collins, Capitol Region Watershed District seconded the motion.

The vote on the motion to adopt Resolution 2025-05 was passed by hand raising: 39 in favor, five opposed.

- **Resolution 2025-05:NOW, THEREFORE, BE IT RESOLVED** that Minnesota Watersheds should pursue legislation that addresses the need to improve threatened and endangered species mitigation by addressing past gaps and future challenges arising from approved water quality restoration projects, and

  BE IT FURTHER RESOLVED that Minnesota Statute 84.0895 should be amended to require the Commissioner of Natural Resources to develop and implement recovery plans for the conservation and survival of state listed endangered and threatened species, and

  BE IT FURTHER RESOLVED that the Commissioner shall cooperate to the maximum extent practicable with local land and water management authorities. Such cooperation in implementing the endangered species act shall allow the Commissioner to:

  a) Enter into management agreements with any local land managing unit of government for the administration and management of an area established for the conservation of endangered or threatened species.
  b) Enter into cooperative agreements which establishes and maintains an adequate and active program for the conservation of endangered and threatened species.
  c) Conduct periodic review of locally administered programs at no greater frequency than annual intervals.

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BE IT FURTHER RESOLVED that Minnesota Statutes 84.0895 Subd 7, which outlines general exceptions, should be amended by adding (f) the commissioner must give approval under this subdivision to water management projects that are part of a state approved:

a) Comprehensive Watershed Management Plans and capital improvement plans under MS 103B or MS 103D;
b) Watershed Restoration and Protection Strategies (WRAPS);
c) Load reduction studies,
d) Impairment monitoring and other studies, particularly studies involving impairments for fish and aquatic life.

- **BE IT FURTHER RESOLVED** that Minnesota Statutes 84.0895 should be amended to provide for "conservation banking" defined by a site or suite of sites that provide the ecological functions and services expressed as credits that are conserved and managed in perpetuity for a species and used expressly to offset impacts occurring elsewhere to the same species.

Resolution 2025-06 Resolution Supporting a Legislative Amendment to Clarify the Deadline for Watershed Districts to Certify Levies

Jackie Anderson, CLFLWD presented the resolution. Mike Lee, SRRWD moved to adopt Resolution 2025-06. Peter Fjestad, BRRWD seconded the motion.

The vote on the motion to adopt Resolution 2025-06 was passed by hand raising: 45 in favor, one opposed.

- **Adopted Resolution 2025-06: NOW, THEREFORE, BE IT RESOLVED** that Minnesota Watersheds supports the introduction of legislation to amend Minnesota Statutes §§103D.911 and 103D.915 to specify a levy certification deadline of September 30.

8. 2026 LEGISLATIVE PRIORITIES

President Kramer provided an overview of the new process for legislative priorities that was adopted at the special membership meeting in March of 2025. He reported the legislative priorities that were recommended by the Resolutions and Legislative Committee. Kevin Matzek, Lockridge Grindal Nauen, gave an update on the upcoming legislative session.

Jeff Gertgen, MFCRWD moved to adopt the committee's recommendations for legislative priorities. Jon Bork, UMRWD seconded the motion. Discussion was held regarding Resolution 2025-01: that Minnesota Watersheds supports the introduction of new legislation to amend Minnesota Statutes 103G.2241 and MN Rule 8420.0420 to expand the Wetland Conservation Act exemption to include all public drainage system repairs and commits its staff to further discussion through the Drainage Work Group in 2025 and to promote passage of such legislation in upcoming sessions.

Mike Bradley, Rice Creek Watershed District, moved to amend the motion to add Resolution 2025-01 as a fourth legislative priority. Jackie Anderson, CLFLWD seconded the motion. The vote on the amendment by hand raising: 19 in favor, 23 opposed.

The vote on the motion to adopt the 2026 Legislative Priorities was passed by hand raising: 39 in favor, one opposed.

- **2026 Adopted Priorities:** state agency permitting efficiency, chloride management, and self-insured health benefits pools

9. ADJOURNMENT

President Kramer thanked the members for their participation in the business meeting and the annual conference. The meeting adjourned at 10:19 a.m.

Peter Fjestad, Acting Secretary

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REGISTERED DELEGATES

REGION 1	Delegate 1	Delegate 2
Bois de Sioux Watershed District	Linda Vavra	Allen Wold
Buffalo-Red River Watershed District	Peter Fjestad	Cathy Affield
Cormorant Lakes Watershed District	None	
Joe River Watershed District	None	
Middle-Snake-Tamarac Rivers	Bill Petersen	Lein Schiller
Pelican River Watershed District	Laurie Olson	Orrin Okeson
Red Lake Watershed District	LeRoy Ose	Allan Page
Roseau River Watershed District	Jim Johnson	
Sand Hill River Watershed District	Don Andringa	
Two Rivers Watershed District	None	
Warroad River Watershed District	None	
Wild Rice Watershed District	None	
REGION 2	**Delegate 1**	**Delegate 2**
Buffalo Creek Watershed District	None	
Cedar River Watershed District	None	
Clearwater River Watershed District	Chris Uecker	Brian Tommerdahl
Crooked Creek Watershed District	Arlyn Pohlman	Paul Fruechte
High Island Creek Watershed District	None	
Kanaranzi-Little Rock Watershed District	None	
Lac Qui Parle-Yellow Bank Watershed District	Andrew Weber	
Middle Fork Crow River Watershed District	Ruth Schaefer	Jeff Gertgen
North Fork Crow River Watershed District	Bob Brauchler	Jim Barchenger
Okabena Ocheda Watershed District	Casey Ingenthron	Tom Ahlberg
Shell Rock River Watershed District	Brad Kramer	Mike Lee
Turtle Creek Watershed District	None	
Upper Minnesota River Watershed District	Jon Bork	
Yellow Medicine River Watershed District	Bill Briggs	
REGION 3	**Delegate 1**	**Delegate 2**
Bassett Creek WMC	Shaun Kennedy	Catherine Cesnik
Brown's Creek Watershed District	Griffin Brod	
Capitol Region Watershed District	Shawn Mazanec	Joe Collins
Carnelian Marine St. Croix Watershed District	Paul Richert	Nick Bancks
Comfort Lake - Forest Lake Watershed District	Jackie Anderson	Jim Schottmuller
Coon Creek Watershed District	Jim Hafner	Jason Lund
Minnehaha Creek Watershed District	Sherry White	Bill Olson
Mississippi WMO	None	
Nine Mile Creek Watershed District	Chris-Ann Lauria	Brian Kirk
Prior Lake Spring Lake Watershed District	Beverly Burnett	Bruce Loney
Ramsey Washington Metro Watershed District	Stephanie Wang	Benjamin Karp
Rice Creek Watershed District	Mike Bradley	Marcie Weinandt
Riley Purgatory Bluff Creek Watershed District	Jill Crafton	Tom Duevel
South Washington Watershed District	Mike Madigan	David Filipiak
Vadnais Lake Area WMO	None	
Valley Branch Watershed District	Don Pereira	John Brach

DELEGATES IN ATTENDANCE

REGION 1	Delegate 1	Delegate 2
Bois de Sioux Watershed District	Linda Vavra	
Buffalo-Red River Watershed District	Peter Fjestad	Cathy Affield
Cormorant Lakes Watershed District	None	
Joe River Watershed District	None	
Middle-Snake-Tamarac Rivers	Bill Petersen	
Pelican River Watershed District	Laurie Olson	Orrin Okeson
Red Lake Watershed District	LeRoy Ose	Allan Page
Roseau River Watershed District	Jim Johnson	
Sand Hill River Watershed District	Don Andringa	
Two Rivers Watershed District	None	
Warroad River Watershed District	None	
Wild Rice Watershed District	None	
REGION 2	**Delegate 1**	**Delegate 2**
Buffalo Creek Watershed District	None	
Cedar River Watershed District	None	
Clearwater River Watershed District	Chris Uecker	
Crooked Creek Watershed District	None	
High Island Creek Watershed District	None	
Kanaranzi-Little Rock Watershed District	None	
Lac Qui Parle-Yellow Bank Watershed District	Andrew Weber	
Middle Fork Crow River Watershed District	Ruth Schaefer	Jeff Gertgen
North Fork Crow River Watershed District	Bob Brauchler	Jim Barchenger
Okabena Ocheda Watershed District	Casey Ingenthron	Tom Ahlberg
Shell Rock River Watershed District	Brad Kramer	Mike Lee
Turtle Creek Watershed District	None	
Upper Minnesota River Watershed District	Jon Bork	
Yellow Medicine River Watershed District	Tim Buysse	Bill Briggs
REGION 3	**Delegate 1**	**Delegate 2**
Bassett Creek WMC	Shaun Kennedy	Catherine Cesnik
Brown's Creek Watershed District	None	
Capitol Region Watershed District	Shawn Mazanec	Joe Collins
Carnelian Marine St. Croix Watershed District	Paul Richert	
Comfort Lake - Forest Lake Watershed District	Jackie Anderson	Jim Schottmuller
Coon Creek Watershed District	None	
Minnehaha Creek Watershed District	Sherry White	Bill Olson
Mississippi WMO	None	
Nine Mile Creek Watershed District	Chris-Ann Lauria	Brian Kirk
Prior Lake Spring Lake Watershed District	Beverly Burnett	Bruce Loney
Ramsey Washington Metro Watershed District	Stephanie Wang	Gabi Grogan
Rice Creek Watershed District	Mike Bradley	Marcie Weinandt
Riley Purgatory Bluff Creek Watershed District	Jill Crafton	Tom Duevel
South Washington Watershed District	Mike Madigan	David Filipiak
Vadnais Lake Area WMO	None	
Valley Branch Watershed District	Don Pereira	John Brach

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Memorandum

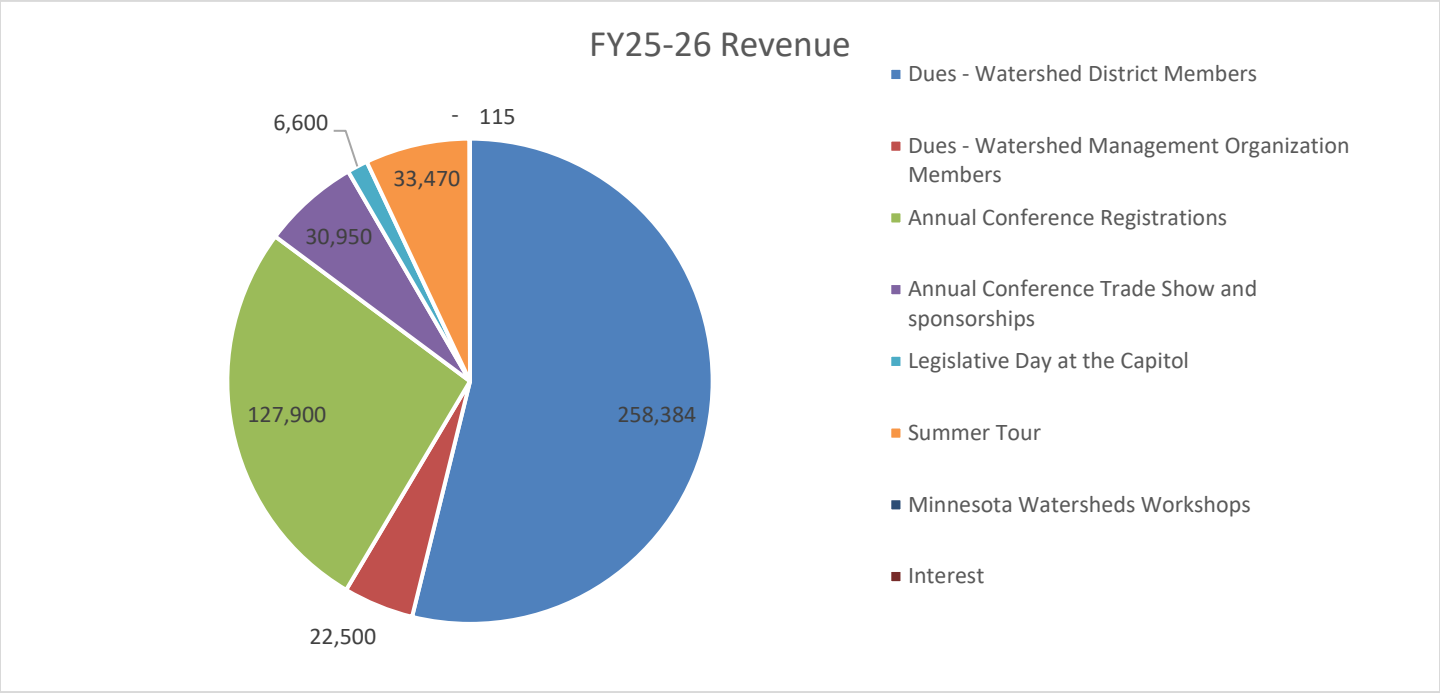
DATE: October 29, 2026
TO: Minnesota Watersheds Members
FROM: Finance Committee Co-chairs Don Pereira, Valley Branch WD and Terry Jeffery, Riley-Purgatory-Bluff Creek WD
RE: Draft FY25-26 Financial Statement, Review of Financial Procedure Report, Proposed FY26-27 Budget, and Proposed FY27-28 and FY28-29 Dues

The Finance Committee met on October 9. The committee reviewed the fiscal year budget, long-term dues strategy, and managing funds. The committee approved the FY25-26 Financial Statement and FY26-27 Proposed Budget. They also recommended a proposed dues structure for FY27-28 and FY28-29. These documents were also reviewed by the Minnesota Watersheds Board of Directors at their October 26 meeting.

It is important to note that most of Minnesota Watersheds revenue is generated through payment of dues.

INCOME FY25-26 ACTUAL

- The FY25-26 dues were based on the dues structure adopted by the membership at the 2022 annual business meeting. The dues were less than predicted due to optimistically including Sauk River WD rejoining.
- The income for the Legislative Briefing and Annual Conference increased slightly. The income from the Summer Tour increased.



EXPENSES FY25-26 ACTUAL

Administrative and Program Management

- Administrative and Communications Support – Contract: funds paid to the Executive Director.
- Event and Communication Management – Contract: funds paid to the Program Coordinator for managing Minnesota Watersheds events.
- Newsletter formatting, Website, social media, etc. – Contract: funds paid to the Program Coordinator for these tasks.

Government Relations

- Lobbying – Contracted Services: funds paid to Lockridge Grindal Nauen.

Professional Services

- Legal Fees - General: funds paid for general legal services.
- Legal Fees – Drainage Work Group: funds paid to represent members at the DWG. The cost is shared 50/50 with the Red River Watershed Management Board (RRWMB).
- Legal Fees – Attorney General Water Task Force: funds paid for legal counsel to testify at a task force meeting on behalf of Minnesota Watersheds and the RRWMB. The cost is shared 50/50 with the RRWMB.
- Drainage Work Group – Contract: costs for Myron Jesme to represent Minnesota Watersheds at DWG meetings and subcommittee meetings.
- Accounting and Audit Fees: funds paid to Obremski Ltd. for monthly accounting and bookkeeping services and to Redpath Ltd. for the agreed upon procedures report.
- Insurance: funds paid for insurance coverage for errors and omissions insurance for the Minnesota Watersheds Board of Directors, and for general coverage for office, records, and office equipment.

Office Expenses

- Rent: funds paid to Capitol Region WD for storage and office rent.
- Mileage and General Office Expenses: for directors and contractors, as well as office supplies.

Board and Committee Meetings

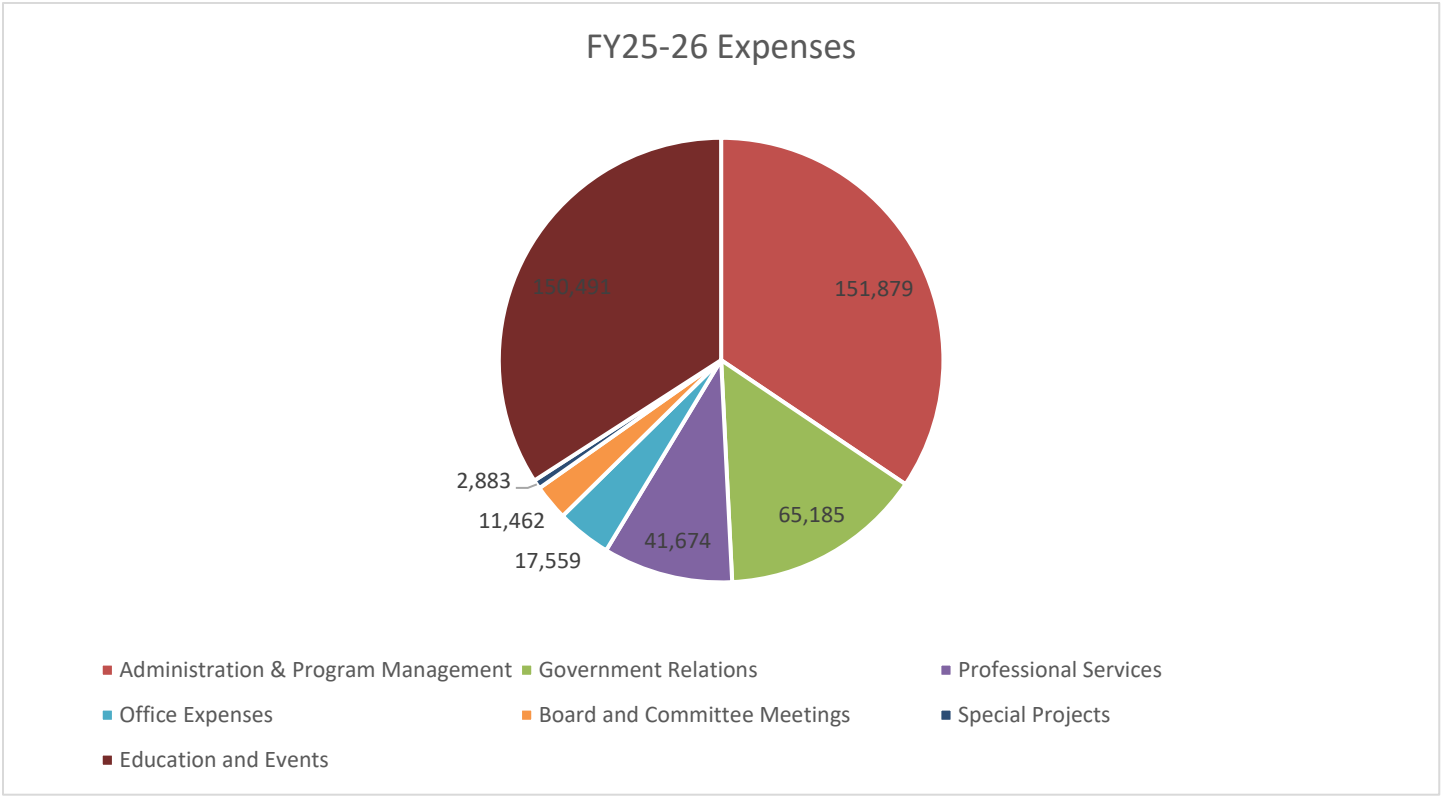
- Per Diems and Expenses - Directors: funds paid to directors for serving on the Board of Directors and Minnesota Watersheds Committees.

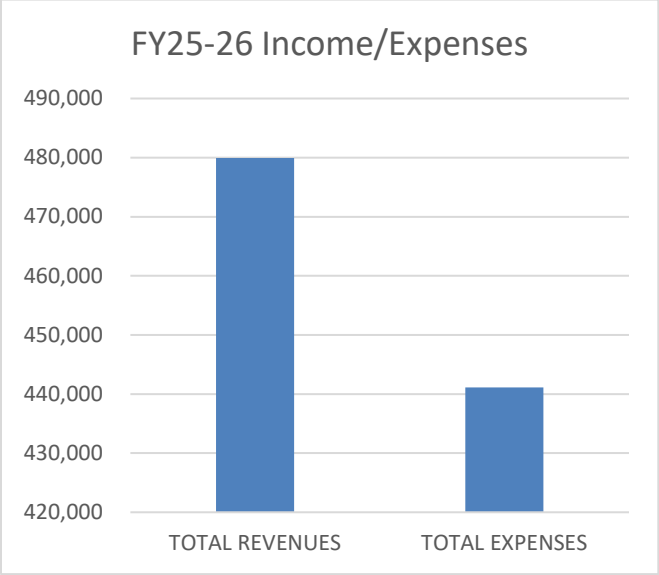
Special Projects

- Funds paid to Houston Engineering, Inc. to participate in the Wetland Conservation Act rulemaking and review of 401 certification requirements.

Education and Events

- The actual costs incurred for implementing the Legislative Briefing, Summer Tour, and Annual Conference.



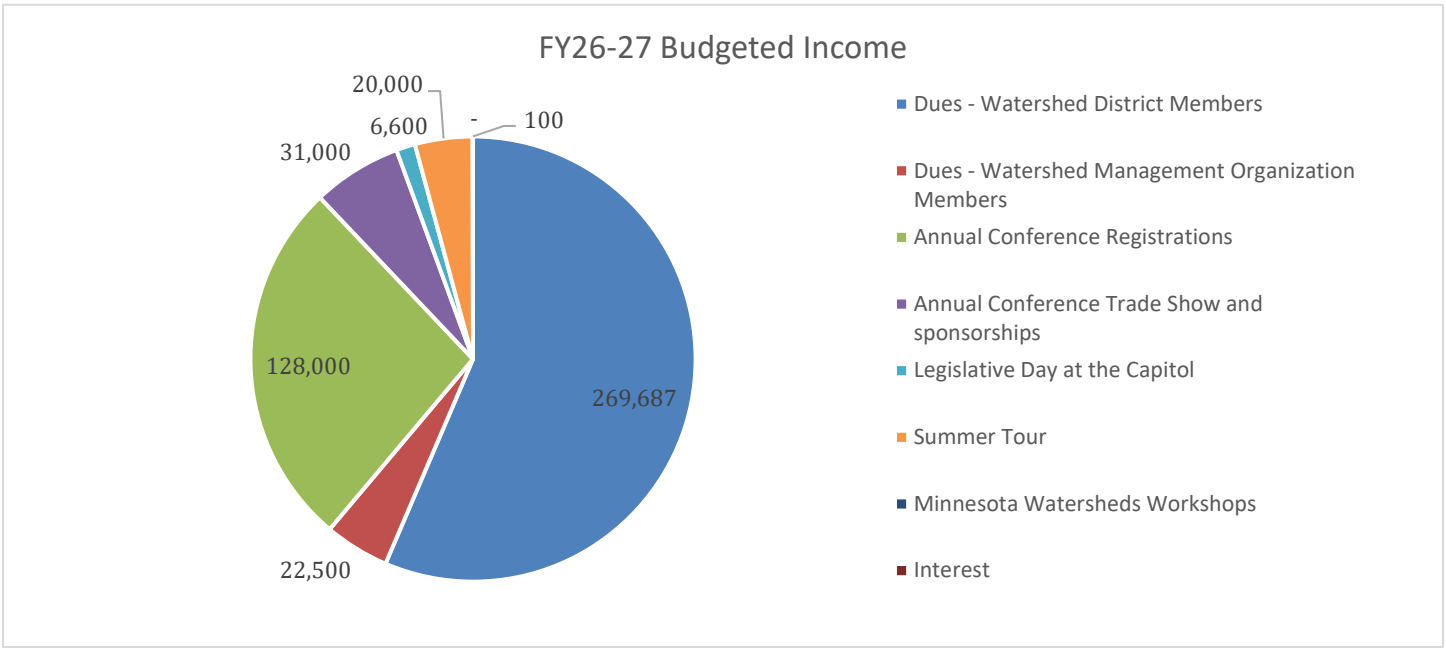


FY25-26 REVIEW OF FINANCIAL PROCEDURE REPORT

The report from Redpath Ltd. for the agreed upon procedures has not been submitted. It will be distributed to members as soon as it is available.

INCOME PROPOSED FY26-27 BUDGET

- Dues income is based on the current structure with the assumption of current membership renewal.
- The annual conference revenue is based on the 2025 event.
- The objective for both the Legislative Event and the Summer Tour is to break even financially. Consistent with past practice, revenue and expenses for these events are recorded in equal amounts.



EXPENSES FY26-27 BUDGET

Administrative and Communications Support

- The Administrative and Communications Support contract is with the executive director and is based on 1,750 hours at $67.50/hour.
- The Events and Communication Management contract is with the program coordinator and is based on $3,916/month x 12 months.
- The program coordinator is also under contract to assist with newsletters, website, social media, etc. The contract is based on 100 hours at $45/hour.
- The cost for the communication platform is based on the contract for 2027 which is $10,000 per year plus a setup fee of $1,400.

Government Relations

- Lobbyist Contract: for the Lockridge Grindal Nauen lobbying team.

Professional Services

- Legal Fees - General: funds paid for general legal services. They remain as estimated for FY25-26.
- Legal Fees – Drainage Work Group: funds paid to represent members at the DWG. The cost is shared 50/50 with the Red River Watershed Management Board (RRWMB).
- Drainage Work Group – Contract: costs for Myron Jesme to represent Minnesota Watersheds and the RRWMB at DWG meetings and subcommittee meetings. The cost is shared 50/50 with the RRWMB.
- Accounting and auditing funds paid to Obremski Ltd. for monthly accounting and bookkeeping services and to Redpath Ltd. for the agreed upon procedures report. The cost for accounting services for FY26-27 remains the same. An increase for Redpath is anticipated.
- Insurance coverage for errors and omissions insurance for the Minnesota Watersheds Board of Directors, and for general coverage for office, records, and office equipment.

Office Expenses

- Rent: funds paid to Capitol Region WD for storage and office rent.
- Mileage and General Office Expenses: for directors and contractors, as well as office supplies. The estimated cost was raised for FY26-27 based on increased costs related to travel.

Board and Committee Meetings

- Per Diems and Expenses - Directors: Funds paid to directors for serving on the Board of Directors and Minnesota Watersheds Committees. The estimated cost was reduced based on the actual expenditures in FY25-26.

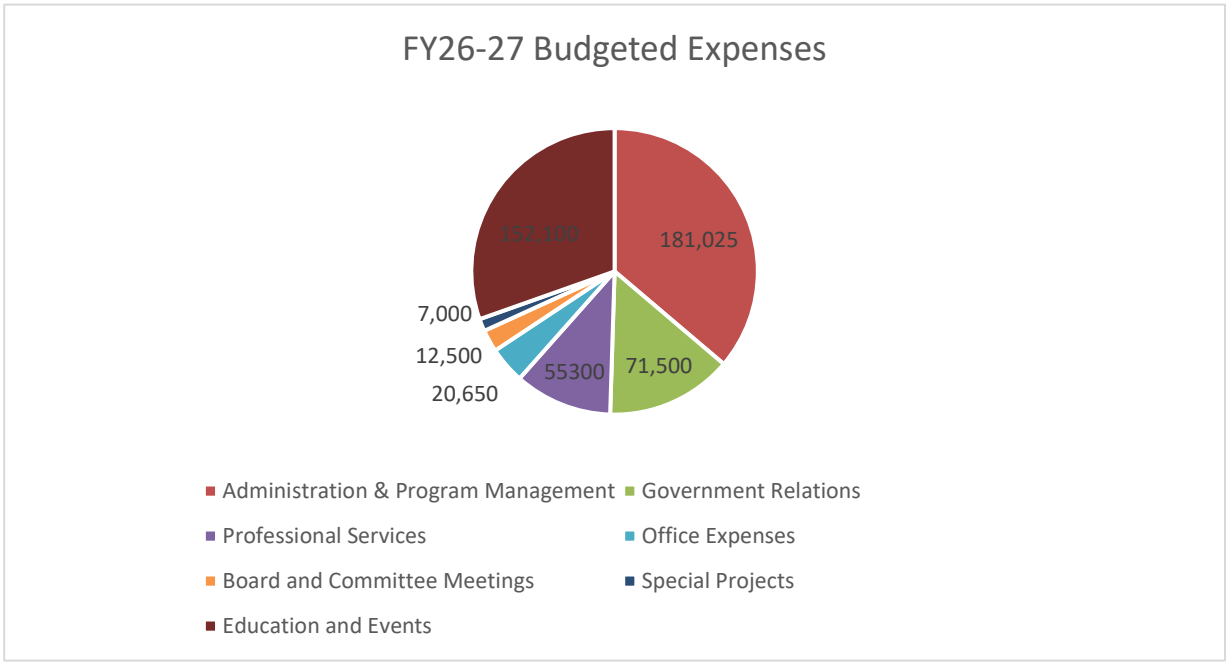
Special projects

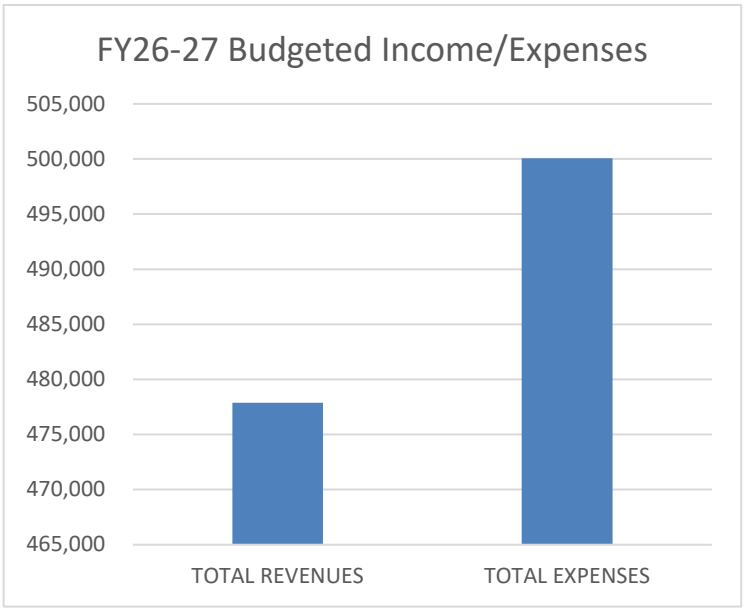
- Funding for Special Projects remains unchanged due to ongoing work related to WCA, as well as other emerging issues that may arise throughout the year.

Education and Events

- For the annual conference, we know that Grand View Lodge will be increasing the cost by 2.5% to 3%. The estimated expenses for the annual conference are based on the actual cost in 2025 plus a 3% increase.
- The objective for both the Legislative Event and the Summer Tour is to break even financially. Consistent with past practice, revenue and expenses for these events are recorded in equal amounts.
- In 2025, the Board approved Humanitix as the new event registration platform. With Eventbrite, we paid a 6.6% processing fee and $1.79 per paid ticket. With Humanitix the processing fee is 3.9% and $1.29 per paid ticket. The budget is based on actual expenditures in FY25-26.

Even with a projected budget deficit of approximately $22,000, the committee did not recommend increasing dues for FY26-27.





PROPOSED FY27-28 AND FY28-29 DUES STRUCTURE

There have been several changes within Minnesota Watersheds in the last four years. Those include:

- adopting a new name for our organization and a new Strategic Plan in 2024 that contains prioritized tactics and strategies,
- implementing an improved communication system that includes providing monthly newsletters to members and non-members, distributing Board meeting packets to members, and sharing Board agendas with non-members,
- redesigning, updating, and regularly maintaining our website,
- holding monthly meetings with Board of Water and Soil Resources leadership and expanding partnership efforts with the Local Government Water Round Table staff and other government agencies,
- changing the location of and increasing attendance at our Annual Conference,
- hiring Lockridge Grindal Nauen as our government relations firm, and
- investing in a communication platform.

The proposed FY26-27 budget projects a deficit. Given the strength of our reserves, operating with a deficit for a single year is financially manageable. However, this presents an appropriate opportunity to review our current structure and determine whether changes may be warranted.

The Finance Committee discussed a potential dues increase for FY27-28 and FY28-29 to address rising operational costs and a projected $22,000 deficit for the upcoming year. Cumulative inflation has reached nearly 24% over the past five years, creating a need for increased revenue to avoid cutting services.

The proposed increase would be modest, starting at $250 for some tiers, to prevent the “shock” of the significant 2023 dues hike. The committee emphasized the importance of a transparent, multi-year communication strategy to inform members well in advance.

Questions regarding the information in this memo should be directed to Don Pereira, Treasurer (dpereira@vbwd.org or 651-968-9788), Terry Jeffery (tjeffery@rpbcwd.org or 952-607-6512), or Jan Voit (jvoit@mnwatersheds.com or 507-822-0921).

Minnesota Watersheds **DRAFT** FY26-27 Budget — Prepared
DRAFT FY25-26 Financial Report — 10/28/26
October 1, 2026 through September 30, 2027

	FY2027**	FY2026*	FY2026	FY2025*
			Oct'25-Sep'26	Oct'24-Sep'25
INCOME	**BUDGET**	**BUDGET**	**FY 2026 ACTUAL**	**FY 2025 ACTUAL**
Dues - Watershed District Members	269,687	265,884	258,384	257,420
Dues - Watershed Management Organization Members	22,500	22,500	22,500	22,500
Annual Conference Registrations	128,000	106,000	127,900	116,423
Annual Conference Trade Show and sponsorships	31,000	48,000	30,950	58,050
Legislative Day at the Capitol	6,600	6,000	6,600	6,283
Summer Tour	20,000	20,000	33,470	20,481
Minnesota Watersheds Workshops	-	2,500	-	-
MAWA Fall Meeting	-	-	-	565
Other Income	-	-	-	116
Interest	100	25	115	121
TOTAL REVENUES	**477,887**	**470,909**	**479,919**	**481,959**
EXPENSES				
Administration & Program Management				
Administrative and Communications Support - Contract	118,125	113,750	101,804	101,675
Event and Communication Management - Contract	47,000	45,000	45,000	44,550
Newsletters, Website, Social Media, etc. - Contract	4,500	4,500	5,075	4,234
Communication Platform	11,400	10,000	-	-
Government Relations				
Lobbying - Contracted Services - Ray Bohn, MGA	-	-	-	11,250
Lobbying - Contracted Services - Lockridge Grindal Nauen	70,000	56,244	65,185	56,250
Lobbyist Expenses	1,500	1,000	-	130
Professional Services				
Legal Fees				
General (ongoing)	25,000	25,000	20,936	6,997
Drainage Work Group (ongoing)	7,500	7,500	546	3,161
Attorney General Water Task Force (ongoing)	-	2,500	2,016	182
M.S. Chapter 103D Modernization (completed)	-	-	-	1,264
Amicus Brief JD 39 (completed)	-	-	-	734
Legislative Process Changes (completed)	-	-	-	7,499
Drainage Work Group - Myron Jesme contract	5,000	5,000	1,715	1,229
Accounting and Audit Fees	16,000	16,000	14,750	14,400
Insurance	1,800	1,700	1,711	1,632
Office Expenses				
Rent	2,400	2,400	1,800	2,400
Mileage and General Office Expenses	16,000	15,000	14,486	14,518
Dues, Other Organizations	-	-	-	525
Other Special Items-Registration Fees/Sponsorships	2,000	3,700	975	1,889
Memorials	250	250	298	-
Board and Committee Meetings				
Per Diems and Expenses - Directors	11,500	25,000	11,462	22,809
Board and Committee Meeting Expenses	1,000	1,000	-	-
Special Projects				
Other Special Items	7,000	7,000	-	1,031
Engingeering Review of 401 Certification Requirements	-	-	1,343	
Engineering Review of WCA Rules, 401 Certification	-	-	1,540	6,593
Education and Events				
Annual Conference	123,000	97,000	119,488	96,920
Legislative Day at the Capitol	6,000	6,000	4,703	5,486
Special Meeting of the Membership	-	-	-	2,692
Summer Tour	20,000	20,000	25,573	12,076
Special Workshops	2,500	2,500	-	-
MAWA Fall Meeting	-	-	30	350
Credit Card Processing Fees	600	8,000	697	10,298
TOTAL EXPENSES	**500,075**	**476,044**	**441,131**	**432,774**
REVENUES OVER (LESS THAN) EXPENSES	**(22,188)**	**(5,135)**	**38,789**	**49,185**
STATEMENT OF NET POSITION				
Assets, Cash and Equivalents, actual			393,885	347,150
Dues receivable			-	-
Deposits received - deferred, prepaid expenses			(12,000)	957
Liabilities, accounts payable, taxes payable			(19,926)	(24,936)
ENDING NET ASSETS			**361,959**	**323,171**

*These are final numbers. **Approved by Finance Committee 10/09/2026.

2028 - 2029 Minnesota Watersheds Membership Dues (Proposed)

WATERSHED DISTRICT	2026 Estimated Market Values (EMV)	.096% EMV	x 0.005	2028 Dues	2029 Dues
LOWER MINNESOTA RIVER	16,459,524,500	15,801,144	79,006	**13,250**	**14,000**
RILEY-PURGATORY-BLUFF CREEK	21,532,673,600	20,671,367	103,357	**13,250**	**14,000**
SOUTH WASHINGTON	21,732,155,300	20,862,869	104,314	**13,250**	**14,000**
RAMSEY-WASHINGTON METRO	25,081,354,000	24,078,100	120,390	**13,250**	**14,000**
COON CREEK	25,606,677,400	24,582,410	122,912	**13,250**	**14,000**
NINE MILE CREEK	28,465,726,400	27,327,097	136,635	**13,250**	**14,000**
CAPITOL REGION	31,249,064,300	29,999,102	149,996	**13,250**	**14,000**
RICE CREEK	36,110,098,500	34,665,695	173,328	**13,250**	**14,000**
MINNEHAHA CREEK	79,814,707,100	76,622,119	383,111	**13,250**	**14,000**
CARNELIAN MARINE ST. CROIX	2,634,809,300	2,529,417	12,647	**7,750**	**8,000**
BROWN'S CREEK	3,021,660,300	2,900,794	14,504	**7,750**	**8,000**
COMFORT LAKE - FOREST LAKE	3,310,906,800	3,178,471	15,892	**7,750**	**8,000**
PRIOR LAKE - SPRING LAKE	6,893,623,200	6,617,878	33,089	**7,750**	**8,000**
VALLEY BRANCH	8,711,690,700	8,363,223	41,816	**7,750**	**8,000**
JOE RIVER	383,891,600	368,536	1,843	**1,843**	**1,843**
ROSEAU RIVER	1,329,027,300	1,275,866	6,379	**6,379**	**6,379**
THE TWO RIVERS	2,829,048,200	2,715,886	13,579	**7,750**	**8,000**
MIDDLE SNAKE TAMARAC RIVERS	4,683,282,000	4,495,951	22,480	**7,750**	**8,000**
BOIS DE SIOUX	7,110,659,800	6,826,233	34,131	**7,750**	**8,000**
WILD RICE	7,360,875,500	7,066,440	35,332	**7,750**	**8,000**
RED LAKE	13,866,553,900	13,311,892	66,559	**7,750**	**8,000**
CROOKED CREEK	599,133,900	575,169	2,876	**2,876**	**2,876**
BELLE CREEK	634,538,200	609,157	3,046	**3,046**	**3,046**
WARROAD	659,099,900	632,736	3,164	**3,164**	**3,164**
STOCKTON-ROLLINGSTONE WS	810,339,800	777,926	3,890	**3,890**	**3,890**
CORMORANT LAKES	1,108,477,900	1,064,139	5,321	**5,500**	**6,000**
OKABENA-OCHEDA	1,492,828,400	1,433,115	7,166	**5,500**	**6,000**
SAND HILL RIVER	1,975,909,900	1,896,874	9,484	**5,500**	**6,000**
TURTLE CREEK	1,976,933,200	1,897,856	9,489	**5,500**	**6,000**
UPPER MINNESOTA RIVER	2,061,329,800	1,978,877	9,894	**5,500**	**6,000**
HIGH ISLAND CREEK	2,065,535,900	1,982,914	9,915	**5,500**	**6,000**
NORTH FORK CROW RIVER	2,423,154,500	2,326,228	11,631	**5,500**	**6,000**
KANARANZI-LITTLE ROCK	2,699,400,200	2,591,424	12,957	**5,500**	**6,000**
CLEARWATER RIVER	3,015,337,700	2,894,724	14,474	**5,500**	**6,000**
MIDDLE FORK CROW RIVER	3,055,758,800	2,933,528	14,668	**5,500**	**6,000**
SHELL ROCK RIVER	3,391,258,700	3,255,608	16,278	**5,500**	**6,000**
HERON LAKE	3,682,474,700	3,535,176	17,676	**5,500**	**6,000**
PELICAN RIVER	3,867,862,600	3,713,148	18,566	**5,500**	**6,000**
BUFFALO CREEK	3,917,073,800	3,760,391	18,802	**5,500**	**6,000**
YELLOW MEDICINE RIVER	4,111,678,800	3,947,212	19,736	**5,500**	**6,000**
LAC QUI PARLE-YELLOW BANK	5,011,869,000	4,811,394	24,057	**5,500**	**6,000**
CEDAR RIVER	5,215,900,700	5,007,265	25,036	**5,500**	**6,000**
BUFFALO-RED RIVER	14,328,128,500	13,755,003	68,775	**5,500**	**6,000**
Watershed Management Organizations (WMOs)					
Bassett Creek WMC	14,409,438,000	13,833,060	69,165	**7,750**	**8,000**
Mississippi WMO	34,094,634,023	32,730,849	163,654	**7,750**	**8,000**
Vadnais Lakes Area WMO	5,568,461,800	5,345,723	26,729	**7,750**	**8,000**
TOTALS	**484,695,694,223**	**458,428,926**	**2,292,145**	**340,197**	**359,197**

Notes:

Dues Calculation = Estimated Market Values x 0.00096 x 0.005, not to exceed cap

103B metro WD member (EMV≥$16B): Cap = $14,000
103B metro WD member (EMV≤$10B): Cap = $8,000
103D rural member with additional tax revenue options: Cap = $8,000
103D rural member: Cap = $6,000
WMO dues: 1st year $1,500, 2nd year $3,750, 3rd year $7,500; over three years $8,000

MINNESOTA WATERSHEDS
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Source of 2026 WD Estimated Market Values

Source of 2026 WMO Estimated Market Values - same values used for 2021 dues calculation

For more information, contact Jan Voit at 507-822-0921 or jvoit@mnwatersheds.com

Memorandum

DATE: October 29, 2026
TO: Minnesota Watersheds Members
FROM: Committee Co-Chairs Don Pereira, Valley Branch WD and Andy Henschel, Shell Rock River WD
RE: Proposed Strategic Plan Updates

In December of 2022, the Minnesota Watersheds membership adopted the 10-Year Strategic Plan. Over the course of the last three years, many of the strategies and tactics have begun and some have been completed. With those accomplishments in mind, the Strategic Plan Committee met in August to review the plan. The proposed revisions were also reviewed by the Minnesota Watersheds Board of Directors on October 26.

Proposed revisions:

- The goals and objectives remain unchanged.
- The organization chart was revised to include the governance committees.
- April Swenby was added as the Clean Water Council representative.
- The executive director's work plan covers a two-year period and is based on working 1,750 hours per year.

Questions regarding the Strategic Plan and/or the proposed revisions should be directed to Don Pereira (dpereira@vbwd.org), Andy Henschel (andy.henschel@co.freeborn.mn.us), or Jan Voit (jvoit@mnwatersheds.org).

MINNESOTA WATERSHEDS

Connecting People. Protecting Water.

10-YEAR STRATEGIC PLAN

2023 - 2032

Updated: ~~December 5, 2025~~December 4, 2026

Abstract

This document defines Minnesota Watersheds' mission and vision for the future and identifies goals, objectives, strategies, and tactics.

Contents

Introduction 2

Definitions 2

Strategic Plan 2

- Mission 2
- Vision 2
- Values 2
- Goals, Objectives, Strategies, and Tactics 2
  - Goal 1: Fortify the infrastructure of Minnesota Watersheds to ensure reliable delivery of services. . 2
  - Objectives, Strategies, and Tactics to Achieve Goal 1 2
  - Goal 2: Build a watershed community that supports one another. 4
  - Objectives, Strategies, and Tactics to Achieve Goal 2 4
  - Goal 3: Serve as a liaison to collaborate with statewide agencies and associations. 5
  - Objectives, Strategies, and Tactics to Achieve Goal 3 5
  - Goal 4: Ensure strong legislative policies are in place for watershed management. 5
  - Objectives, Strategies, and Tactics to Achieve Goal 4 5
  - Goal 5: Enhance the skills of watershed district and watershed management organization boards. . 6
  - Objectives, Strategies, and Tactics to Achieve Goal 5 6

Supporting Resources 7

- Bylaws 7
- Manual of Policy and Procedures 7
- Organizational Chart 7
- Board of Directors Annual Work Plan 8
- Minnesota Watersheds Representatives Expectations for Support and Advocacy 11
- Tactics Timetable 11

MINNESOTA WATERSHEDS
STRATEGIC PLAN GOALS AND OBJECTIVES

MISSION: To support and advocate for leaders in watershed management.

VISION: To establish excellence and innovation in all watershed-based organizations.

GOALS AND OBJECTIVES:



Fortify the infrastructure of Minnesota Watersheds to ensure reliable delivery of services.

- Ensure Minnesota Watersheds governance and management are aligned with the Strategic Plan.
- Develop concentrated communication efforts.
- Empower Minnesota Watersheds to accomplish its goals and objectives.
- Invest in technological resources to accommodate access to information.
- Better utilize member and executive committees for healthy and sustainable Minnesota Watersheds' operations.



Build a watershed community that supports one another.

- Enhance member engagement through inclusiveness.
- Grow membership.
- Expand participation at Minnesota Watersheds' events.
- Increase member involvement on committees and the Minnesota Watersheds Board of Directors to assure member needs are met.



Serve as a liaison to collaborate with statewide agencies and associations.

- Increase collaborative efforts between the Board of Water and Soil Resources and Minnesota Watersheds.
- Increase partnership activities with statewide entities.



Ensure strong legislative policies are in place for watershed management.

- Streamline the resolutions and legislative platform processes.
- Articulate clearly defined legislative policies so members and Minnesota Watersheds' representatives can accurately state our positions.
- Focus and prioritize lobbying efforts.
- Increase member engagement in the legislative process.



Enhance the skills of watershed district and watershed management organization boards.

- Provide guidance and direction for efficient and effective member board operations.

Introduction

This document is intended to be a **long-range, 10-year Strategic Plan**. Each year the Strategic Plan Committee will make recommendations to the Minnesota Watersheds Board of Directors on the organization's top priorities. The Annual Work Plan for the Minnesota Watersheds Board of Directors will be developed based on the goals, objectives, strategies, and tactics described in this plan, as well as the day-to-day operations described in the Manual of Policy and Procedures. The Tactics Timetable will be developed based upon priorities determined by the Strategic Plan Committee and recommended to the Minnesota Watersheds Board of Directors as follows: two-year work plan for the Executive Director based on Strategic Plan Committee priorities and work accomplished. This process will be done to better ensure accomplishing the goals and setting expectations for member watershed districts, watershed management organizations, the Minnesota Watersheds Board of Directors, and the Executive Director.

Definitions

Members – dues paying Watershed districts and Watershed management organizations
Non-members – Watershed districts and Watershed management organizations that have chosen not to pay dues

Strategic Plan

Mission

To support and advocate for leaders in watershed management.

Vision

To establish excellence and innovation in all watershed-based organizations.

Values

Collaborate: work with partners to enhance members' watershed management skills and initiatives.
Efficient: provide services to maximize effective science-based principles for watershed management.
Support: promote and assist members' efforts in watershed management.
Member-driven: seek and consider input to ensure the organization's decisions reflect members' voices.
Transparent: communicate information about the performance, financial position, and governance of the organization in an open and honest manner.

Goals, Objectives, Strategies, and Tactics

Goal 1: Fortify the infrastructure of Minnesota Watersheds to ensure reliable delivery of services.

Objectives, Strategies, and Tactics to Achieve Goal 1

1. Ensure Minnesota Watersheds' governance and management are aligned with the Strategic Plan.
    - Focus the organization's efforts on defined goals, strategies, objectives, and tactics.
        i. Confirm, each month, that Board of Directors' actions reflect the Strategic Plan.
        ii. If new issues arise that require significant resources, seek member support before pursuing.
        iii. Do not adopt major policies or expenditures without staff review and recommendations that consider pros and cons, alternatives, costs, and member perspectives.

2. Develop concentrated communication efforts.
    - Communication plan.
        i. Maintain the adopted communication plan that brings structure and consistency to all Minnesota Watersheds' communication efforts.
    - Newsletters.
        i. Adhere to a consistent process for newsletter development and distribution, as well as a process for posting newsletters on the website.
        ii. Ensure newsletters are distributed to members and non-members.
    - Minnesota Watersheds Board of Directors agendas and meeting packets.
        i. Distribute agendas and meeting packets directly to each member organization ahead of each meeting, send agendas to non-members and partners, and post agendas on the website.
3. Empower Minnesota Watersheds to accomplish its goals and objectives.
    - Sufficient staffing.
        i. Invest in sufficient staff to complete identified strategies and tactics.
    - Suitable policies.
        i. Set policies that ensure adequate funding for staffing and technological resources.
        ii. Develop an annual work plan for the Minnesota Watersheds Board of Directors.
4. Invest in technological resources to accommodate access to information.
    - Robust website.
        i. Maintain an up-to-date website that is a resource for boards and administrators.
    - Efficient internal communication tool.
        i. Work with Minnesota Association of Watershed Administrators to launch and house a platform for data sharing and networking.
        ii. Transition electronic files to the cloud for reliable backup and document sharing among staff.
5. Better utilize member and executive committees for healthy and sustainable Minnesota Watersheds' operations.
    - Member committees.
        i. Maintain member committees: Awards, Bylaws-Manual of Policy and Procedures, Events/Education, Finance, Legislative, and Strategic Plan.
        ii. Support committee leadership of one board member and one administrator who serve as co-chairs. Populate the Bylaws-Manual of Policy and Procedures, Events-Education, and Finance Committees with one board member and one administrator from each region. Populate the Awards committee with one manager and two administrators from each region. Populate the Legislative Committee with three board members and two administrators from each region, as well as three at-large members based on legislative priorities.
        iii. Review committee scopes of work annually.
    - Executive committees.
        i. Retain three executive committees: Governance, Personnel, and Finance.
        ii. Governance Committee: Members include the Minnesota Watersheds President, Vice President, Secretary, and except for the Personnel Committee, the Executive Director.
            1. The executive committee will handle day-to-day issues and make recommendations to the board of directors. Member committees will meet annually to review and make recommendations to the board of

directors regarding the Bylaws, Manual of Policy and Procedures, and the Strategic Plan.

iii. Personnel Committee: Members include the Minnesota Watersheds President, Vice President, Secretary, and Treasurer.

iv. Finance Committee: Members include the President, Vice President, Secretary, Treasurer, and Executive Director.

1. The Executive Finance Committee will prepare a budget, with the assistance of the member finance committee and the accountant and make the annual recommendation to the board of directors regarding dues. The member finance committee will meet and make recommendations to the board of directors when major projects are warranted, such as proposing a new dues structure.

v. Review committee scopes of work annually.

Goal 2: Build a watershed community that supports one another.

Objectives, Strategies, and Tactics to Achieve Goal 2

1. Enhance member engagement through inclusiveness.
    - Retain Minnesota Watersheds the name of the organization to accurately represent membership.
2. Grow and sustain membership.
    - Develop and share membership benefits information.
    - Meet individually with members to understand their needs, address concerns, and strengthen the partnership with Minnesota Watersheds.
    - Meet individually with non-members to address concerns and increase the number of watershed districts and watershed management organizations as Minnesota Watersheds members.
        i. Continue discussions with the six non-member watershed districts and 15 non-member watershed management organizations on the benefits of membership.
        ii. Use the Minnesota Watersheds Board of Directors and/or Administrators to advocate for Minnesota Watersheds around the state.
3. Expand participation at Minnesota Watersheds events.
    - Increase the number of members that attend Minnesota Watersheds events.
        i. Include members and non-members in Minnesota Watersheds events and meetings.
        ii. Hold regional caucuses in conjunction with all Minnesota Watersheds events.
        iii. Increase the current average attendance of members at Minnesota Watersheds events.
4. Increase member involvement on committees and the Minnesota Watersheds Board of Directors to assure member needs are met.
    - Promote the importance of member involvement in the Minnesota Watersheds Board of Directors and on the committees to provide direction and guidance for the organization.
        i. Ensure members have opportunities to voice concerns and provide input at board and committee meetings.
        ii. Advocate for Minnesota Watersheds activities through newsletters, email correspondence, and the website.

Goal 3: Serve as a liaison to collaborate with statewide agencies and associations.

Objectives, Strategies, and Tactics to Achieve Goal 3

1. Increase collaborative efforts between state agencies and Minnesota Watersheds.
    - Work with the Board of Water and Soil Resources, Minnesota Department of Natural Resources, and Minnesota Pollution Control Agency leadership to address member concerns.
        i. Strengthen the working relationship with state agencies by identifying points of contention, developing a plan to address issues, and improve opportunities for reducing concerns.
2. Increase partnership activities with statewide entities.
    - Identify opportunities to work with the Minnesota Association of Watershed Administrators, Minnesota Association of Soil and Water Conservations Districts, the Association of Minnesota Counties, the League of Minnesota Cities, Local Government Water Roundtable, Drainage Work Group, Clean Water Council, Red River Watershed Management Board, Department of Natural Resources, Minnesota Pollution Control Agency, and others as deemed appropriate to promote watershed management.
        i. Ensure Minnesota Watersheds staff attend Board of Water and Soil Resources, Clean Water Council, and Drainage Work Group meetings and provide updates for members.
        ii. Strengthen the partnership with the Minnesota Association of Watershed Administrators through the Executive Director's attendance at Minnesota Association of Watershed Administrators meetings and collaboration on education opportunities at Minnesota Watersheds events.
        iii. Increase opportunities to partner and track collaboration with Minnesota Association of Soil and Water Conservation Districts, League of Minnesota Cities, Local Government Water Roundtable, and Association of Minnesota Counties.
        iv. Advocate for the appointment of effective watershed district board members with the Board of Water and Soil Resources and the Association of Minnesota Counties.

Goal 4: Ensure strong legislative policies are in place for watershed management.

Objectives, Strategies, and Tactics to Achieve Goal 4

1. Modernize the resolutions and legislative priorities processes.
    - Identify methods to achieve concurrence on resolutions and legislative priorities.
        i. Engage the Legislative Committee in the review and recommendation of resolutions and legislative priorities.
        ii. Hold an Annual Meeting on Resolutions and Petitions and adopt resolutions.
        iii. Members will discuss and adopt legislative priorities at the annual business meeting.
2. Articulate clearly defined legislative policies so members and Minnesota Watersheds representatives can accurately state our positions and priorities.
    - Maintain a comprehensive legislative platform of clearly defined policies.
        i. Work with the Minnesota Association of Watershed Administrators Legislative Platform Committee and the Legislative Committee to annually review the Legislative Platform that includes policies and priorities that can remain on the books indefinitely or until members approve changes to those positions, including a process to handle emerging issues at the legislature.

ii. Annually review expectations for support and advocacy with Minnesota Watersheds representatives that serve on the Board of Water and Soil Resources Board, Clean Water Council, and the Local Government Water Roundtable.

3. Focus and prioritize lobbying efforts.
    - Identify legislative issues impacting the most members.
        i. Support legislation that promotes watershed management.
        ii. Fend off legislation that limits member abilities to protect and restore water resources.
        iii. Ensure the Minnesota Watersheds lobbying team has clear direction on Minnesota Watersheds legislative priorities.
        iv. Manage member expectations regarding the Minnesota Watersheds legislative program.
        v. Serve as a legislative point of contact for members to answer questions and provide direction.
        vi. Maintain the adopted Legislative Coordination and Communication Plan that describes how Minnesota Watersheds and the Red River Watershed Management Board coordinate and communicate before, during, and after the Minnesota legislative sessions.
4. Increase member engagement in the resolutions and legislative processes.
    - Encourage member input on resolutions and legislative priorities.
        i. Promote committee membership to ensure members' voices are reflected in resolutions, the legislative platform, and the legislative priorities.
        ii. Solicit input from members through a 10-day comment period on resolutions. Comments will be considered by the Legislative Committee when developing recommendations on resolutions.
        iii. Members will discuss and adopt legislative priorities at the annual business meeting.
        iv. Encourage members to develop personal relationships with legislators.
    - Increase communication with members about legislative activity.
        i. Provide timely and useful reminders to members about how and when engagement with legislators is needed.
        ii. Present members with information that describes how they can assist the Minnesota Watersheds lobbying team during and outside of the legislative session.
        iii. Host an annual event for members to learn about Minnesota Watersheds' legislative platform and priorities and to receive guidance on how to discuss and interact with legislators on issues.
        iv. Urge members to personally contact and invite legislators to attend their local events as well as Minnesota Watersheds events.
        v. Set up appointments with members and legislators.

Goal 5: Enhance the skills of watershed district and watershed management organization boards.

Objectives, Strategies, and Tactics to Achieve Goal 5

1. Provide guidance and direction for efficient and effective member watershed district and watershed management organizations board operations.
    - Offer comprehensive training for watershed district and watershed management organizations boards.
        i. Provide training sessions at all Minnesota Watersheds events.

ii. Increase opportunities for the sharing of knowledge between members at Minnesota Watersheds events.
iii. Maintain an up-to-date watershed handbook by reviewing the handbook annually and revising it as warranted.
iv. Work collaboratively with the Board of Water and Soil Resources to provide regional training.
v. Utilize the expertise, knowledge, and experience of Minnesota Watersheds staff and the Minnesota Association of Watershed Administrators in the development of education and training for watershed district and watershed management organization boards.

Supporting Resources

In addition to the Strategic Plan, Minnesota Watersheds has developed supporting resources for its governance and management. The Bylaws and Manual of Policy and Procedures will be reviewed annually and updated as necessary. The Minnesota Watersheds Board of Directors can update all documents except the bylaws which require adoption by the membership. For the most up-to-date versions of these documents, visit Minnesota Watersheds (mnwatersheds.com).

Bylaws

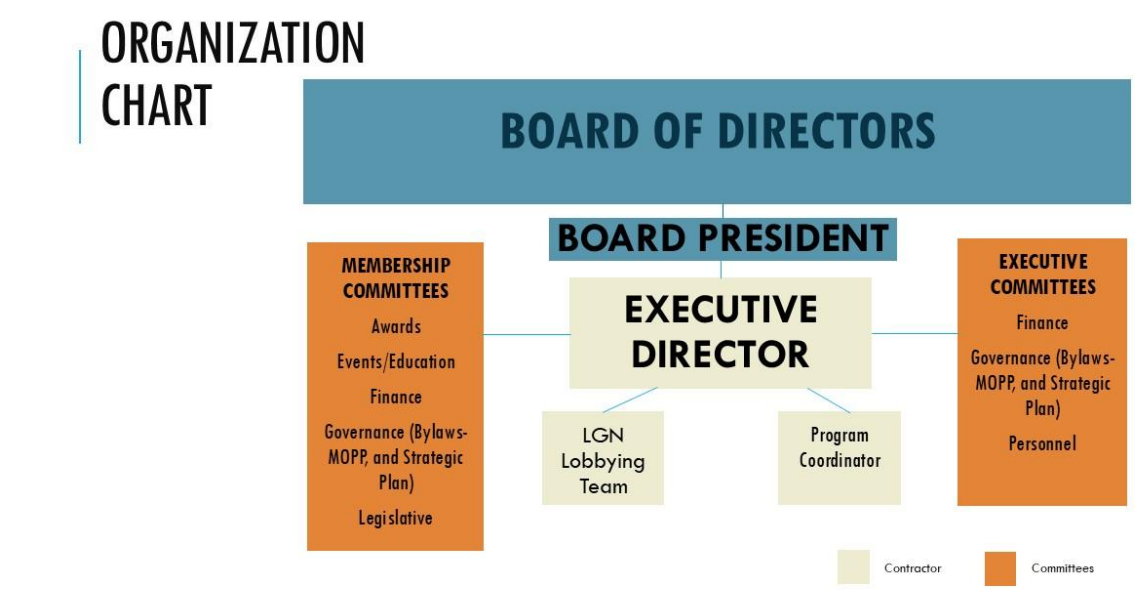
Bylaws are the written rules for conduct of the organization. The Bylaws can be found here.

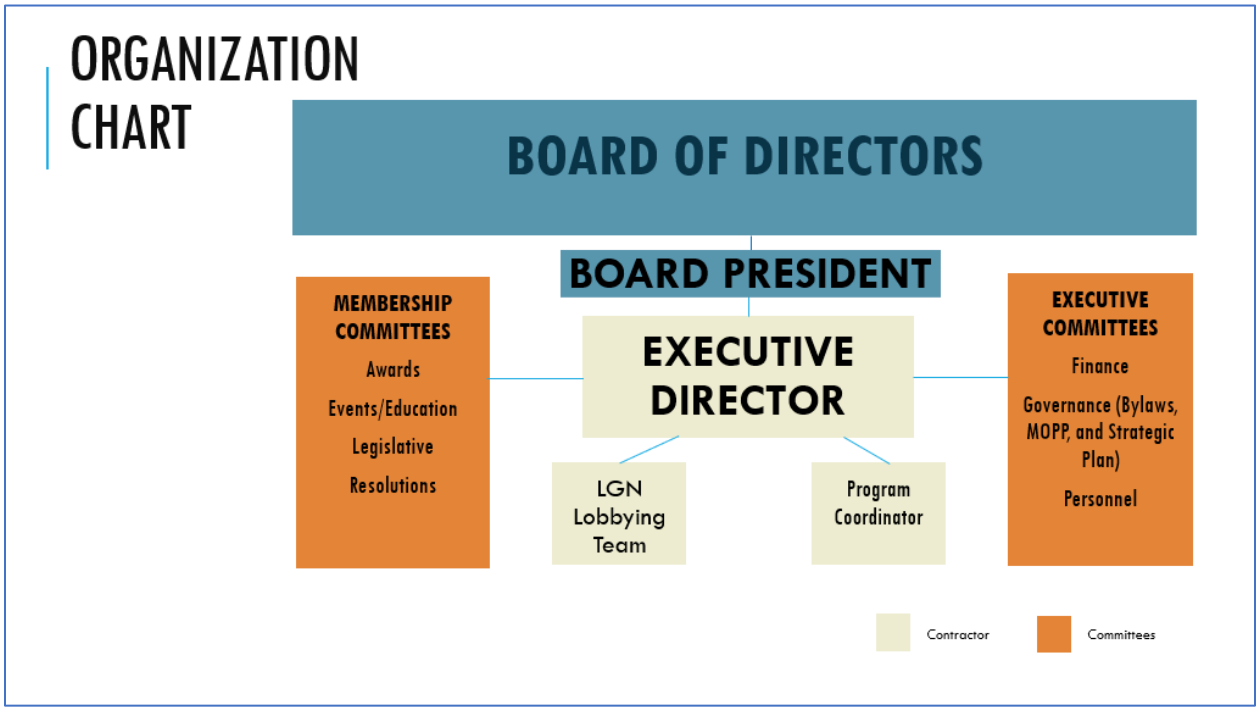
Manual of Policy and Procedures

The Manual of Policy and Procedures is designed to regulate all major decisions, actions, and principles of Minnesota Watersheds. The Manual of Policy and Procedures can be found here.

Organizational Chart

An organizational chart shows the chain of command within an organization and can be found below.





Board of Directors Annual Work Plan

The Board of Directors Annual Work Plan was developed based on the goals, objectives, strategies, and tactics identified in the Strategic Plan, as well as the day-to-day operations described in the Manual of Policy and Procedures.

Minnesota Watersheds Board of Directors ~~2026~~ 2027 Work Plan

Purpose	The Minnesota Watersheds Board of Directors will work with the Executive Director to ensure the Bylaws, Manual of Policies and Procedures (MOPP), and Strategic Plan of the organization are kept up to date and adequately guide the organization.
Tasks	Goal 1. Fortify the infrastructure to ensure reliable delivery of services • Work together to ensure daily operations align with the Bylaws, MOPP, and Strategic Plan • Review the Communication Plan annually • Provide funding for website maintenance • Provide funding for a platform for data sharing • Support the committee framework as described in the Strategic Plan • Read weekly communication • Review recommendations from committees Goal 2. Build a watershed community that supports one another • When requested, meet individually with non-members to address concerns with the goal of increasing membership • Provide for and participate in the Legislative meeting, Summer Tour, and Annual Conference Goal 3. Serve as a liaison to collaborate with statewide agencies and associations • Support the work of the executive director to strengthen the working relationship with state agencies and the Minnesota Association of Watershed Administrators • Support the executive director's attendance at Board of Water and Soil Resources, Clean Water Council, and Drainage Work Group meetings • Support opportunities to partner with the Local Government Water Roundtable, Red River Watershed Management Board, and other entities Goal 4. Ensure strong legislative policies are in place for watershed management • Ensure the legislative platform is provided to all member organizations • Support the executive director's work with representatives on the Board of Water and Soil Resources and Clean Water Council • Provide for lobbying services and support the executive director's work with the lobbying team Goal 5. Enhance the skills of watershed district and watershed management organization boards • Provide for watershed handbook maintenance • Provide funding for training opportunities at Minnesota Watersheds events
Meeting Logistics	The Minnesota Watersheds Board of Directors will meet in person at the Legislative event, Summer Tour, and Annual Conference. They will meet as needed throughout the remainder of the year.

Minnesota Watersheds Board of Directors 2026 Work Plan

Purpose	The Minnesota Watersheds Board of Directors will work with the Executive Director to ensure the Bylaws, Manual of Policies and Procedures (MOPP), and Strategic Plan of the organization are kept up to date and adequately guide the organization.
Tasks	Goal 1. Fortify the infrastructure to ensure reliable delivery of services • Work together to ensure daily operations align with the Bylaws, MOPP, and Strategic Plan • Review the Communication Plan annually • Provide funding for website maintenance • Provide funding for a platform for data sharing • Support the committee framework as described in the Strategic Plan • Read weekly communication • Review recommendations from committees Goal 2. Build a watershed community that supports one another • When requested, meet individually with non-members to address concerns with the goal of increasing membership • Provide for and participate in the Legislative meeting, Summer Tour, and Annual Conference Goal 3. Serve as a liaison to collaborate with statewide agencies and associations • Support the work of the executive director to strengthen the working relationship with state agencies and the Minnesota Association of Watershed Administrators • Support the executive director's attendance at Board of Water and Soil Resources, Clean Water Council, and Drainage Work Group meetings • Support opportunities to partner with the Local Government Water Roundtable, Red River Watershed Management Board, and other entities Goal 4. Ensure strong legislative policies are in place for watershed management • Ensure the legislative platform is provided to all member organizations • Support the executive director's work with representatives on the Board of Water and Soil Resources and Clean Water Council • Provide for lobbying services and support the executive director's work with the lobbying team Goal 5. Enhance the skills of watershed district and watershed management organization boards • Provide for watershed handbook maintenance • Provide funding for training opportunities at Minnesota Watersheds events
Meeting Logistics	The Minnesota Watersheds Board of Directors will meet in person at the Legislative event, Summer Tour, and Annual Conference. They will meet as needed throughout the remainder of the year.

Minnesota Watersheds Representatives Expectations for Support and Advocacy

Goal 4 of the Minnesota Watersheds Strategic Plan is to ensure strong legislative policies are in place for watershed management. Objective 2 under this goal is to articulate clearly defined legislative policies so members and Minnesota Watersheds representatives can accurately state our positions.

At the 2023 Annual Business Meeting, the membership adopted a comprehensive platform of clearly defined policies that was developed in partnership with the Minnesota Association of Watershed Administrators and the Resolutions Committee. Tactic 2 under this objective is to draft expectations for support and advocacy for Minnesota Watersheds representatives that serve on the Board of Water and Soil Resources (BWSR) Board, Clean Water Council (CWC), and Local Government Water Roundtable (LGWRT).

Review of the BWSR and CWC websites indicates that each entity is supported by several committees. These committees meet at least annually. However, there is little or no interaction between the watershed representatives on these committees and the Minnesota Watersheds Executive Director.

To improve communication, watershed representatives on the BWSR Board, CWC, and LGWRT are asked to inform the Minnesota Watersheds Executive Director in advance of each committee and monthly board meeting. If necessary, the representative(s) and Minnesota Watersheds Executive Director will meet to discuss agenda items to ensure our position(s) on a topic or topics is accurately presented. The watershed representative will take meeting notes and follow up with the Minnesota Watersheds Executive Director after each meeting. Updates will be provided to the Minnesota Watersheds Board of Directors when requested.

BWSR Committee	Watershed Representative
Administrative Advisory	
	Joe Collins
	Jill Crafton
	LeRoy Ose
Audit and Oversight	
	Joe Collins
Buffers, Soils, and Drainage	
	LeRoy Ose
Dispute Resolution	
	Joe Collins
Grants, Program, and Policy	
	Jill Crafton
	LeRoy Ose
RIM Reserve	
	LeRoy Ose
Water Management and Strategic Plan	
	Joe Collins
Wetlands	
	Jill Crafton
Drainage Work Group	
	None
Clean Water Council Representative	
	April Swenby

BWSR Committees	Watershed Representative
Administrative Advisory	
	Joe Collins
	Jill Crafton
	LeRoy Ose
Audit and Oversight	
	Joe Collins
Buffers, Soils, and Drainage	
	LeRoy Ose
Dispute Resolution	
	Joe Collins
Grants Program and Policy	
	Jill Crafton
	LeRoy Ose
RIM Reserve	
	LeRoy Ose
Water Management and Strategic Plan	
	Joe Collins
Wetland Conservation	
	Jill Crafton
Drainage Work Group	
	None

Clean Water Council Committees	Watershed Representative
Budget and Outcomes	
	None
Policy	
	Marcie Weinandt
Steering	
	None

Tactics Timetable

The Tactics Timetable[1] was developed based upon priorities determined by the Strategic Plan Committee and recommended to the Minnesota Watersheds Board of Directors as follows: two-year work plan for the Executive Director[2] based on work accomplished. This is done to better ensure accomplishing the goals and setting expectations for member watershed districts, watershed management organizations, the Minnesota Watersheds Board of Directors, and the Executive Director.

[1] Hours in the Tactics Timetable are ESTIMATED.

[2] In addition to the information contained in the Tactics Timetable, the Executive Director also carries out the daily operations of Minnesota Watersheds as shown in the table on page 13. The Tactics Timetable and Daily Operations tables together form the two-year Work Plan for the Executive Director. All hours are ESTIMATED and based on an average time commitment of 1,750 hours per year.

Goal 1. Fortify the infrastructure to ensure reliable delivery of services	Start Date	Completed	Process	2027 Hours	2028 Hours
Tactics					
Governance and Management					
Confirm, each month, that Board of Directors actions reflect the Strategic Plan (**#8 priority**)	1/1/2023		Staff review	10	10
Staff review and recommendations for major policies or expenditures	1/1/2023		Staff review	20	20
Communication					
Maintain a communication plan (**#3 priority**)	**3/7/2023**	**5/22/2023**	Staff development Board approval	2	2
Adhere to a consistent process for newsletter development and distribution	1/1/2023		Staff development	50	50
Distribute meeting packets directly to members	1/1/2023		Board approval	2	2
Post agendas on website	1/1/2023		Board approval	2	2
Technological Resources					
Maintain website	1/1/2023		Board approval Staff development	20	20
Work with Minnesota Association of Watershed Administrators to launch a platform for data sharing (**#6 priority**)	2/15/2023		Board approval Staff development	30	30
Committees					
Events-Education	1/1/2023		Co-chairs and staff	20	20
Awards	8/1/2023		Co-chairs and staff	1	1
Legislative	6/7/2023		Co-chairs and staff	20	20
Finance	8/5/2023		Co-chairs and staff	10	10
Governance (Bylaws-MOPP and Strategic Plan)	1/1/2023		Co-chairs and staff	20	20
Personnel			Executive Committee	0	0

Goal 1. Fortify the infrastructure to ensure reliable delivery of services	Start Date	Completed	Process	2025 Hours	2026 Hours
Tactics					
Governance and Management					
Confirm, each month, that Board of Directors actions reflect the Strategic Plan (**#8 priority**)	1/1/2023		Staff review	5	5
Staff review and recommendations for major policies or expenditures	1/1/2023		Staff review	12	12
Communication					
Maintain a communication plan (**#3 priority**)	**3/7/2023**	**5/22/2023**	Staff development Board approval	8	8
Adhere to a consistent process for newsletter development and distribution	1/1/2023		Staff development	75	75
Distribute meeting packets directly to members	1/1/2023		Board approval	2	2
Post agendas on website	1/1/2023		Board approval	2	2
Technological Resources					
Maintain website	1/1/2023		Board approval Staff development	15	15
Work with Minnesota Association of Watershed Administrators to launch a platform for data sharing (**#6 priority**)	2/15/2023		Board approval Staff development	20	20
Committees					
Events-Education	1/1/2023		Co-chairs and staff	15	15
Resolutions	4/12/2023		Co-chairs and staff	19	19
Awards	8/1/2023		Co-chairs and staff	1	1
Legislative	6/7/2023		Co-chairs and staff	9	9
Finance	8/5/2023		Co-chairs and staff	6	6
Governance (Bylaws-MOPP and Strategic Plan)	1/1/2023		Co-chairs and staff	19	19
Personnel			Executive Committee	0	0

Goal 2. Build a watershed community that supports one another	Start Date	Completed	Process	2027 Hours	2028 Hours
Tactics					
Enhance member engagement through inclusivity					
Retain Minnesota Watersheds as the name of the organization (**#7 priority**)	**1/1/2023**	**3/14/2023**	Membership approval	0	0
Grow membership (**#5 priority**)					
Develop and share membership services information	2/2/2023		Staff development	2	2
Meet individually with non-members to address concerns and increase membership	12/23/2022		Staff development Partnership with MW BOD & MAWA	5	5
Expand participation at Minnesota Watersheds events					
Legislative Briefing and Networking Event	1/4/2023		Staff and committee	40	40
Summer Tour	2/2/2023		Staff and committee	70	70
Annual Meeting on Resolutions and Petitions	3/21/2025		Staff and committee	50	50
Annual Conference	4/12/2023		Staff and committee	120	120

Goal 3. Serve as a liaison to collaborate with statewide agencies and associations	Start Date	Completed	Process	2027 Hours	2028 Hours
Tactics					
Increase collaborative efforts between Board of Water and Soil Resources and Minnesota Watersheds (**#4 priority**)					
Strengthen the working relationship with BWSR by identifying points of contention, developing a plan to address, and reduce concerns	1/1/2023		Staff development	50	50
Identify Opportunities to Partner to Promote Watershed Management					
Attend Board of Water and Soil Resources, Clean Water Council, and Drainage Work Group meetings and provide updates (**#10 priority**)	1/1/2023		Staff attendance	200	200
Strengthen partnership with Minnesota Association of Watershed Administrators through the Executive Director's attendance at Minnesota Association of Watershed Administrators meetings and collaboration on education opportunities at Minnesota Watersheds' events	1/1/2023		Staff attendance	60	60
Increase opportunities to partner and track collaboration with Minnesota Association of Soil and Water Conservation Districts, League of Minnesota Cities, Local Government Water Roundtable, Association of Minnesota Counties, and Red River Watershed Management Board	1/1/2023		Staff development	150	150

Goal 2. Build a watershed community that supports one another	Start Date	Completed	Process	2025 Hours	2026 Hours
Tactics					
Enhance member engagement through inclusivity					
Retain Minnesota Watersheds as the name of the organization (**#7 priority**)	**1/1/2023**	**3/14/2023**	Membership approval	0	0
Grow membership (**#5 priority**)					
Develop and share membership services information	2/2/2023		Staff development	2	2
Meet individually with non-members to address concerns and increase membership	12/23/2022		Staff development Partnership with MW BOD & MAWA	10	10
Expand participation at Minnesota Watersheds events					
Legislative Meeting	1/4/2023		Staff and committee	25	25
Summer Tour	2/2/2023		Staff and committee	60	60
Annual Meeting on Resolutions and Petitions	3/21/2025		Staff and committee	0	60
Annual Conference	4/12/2023		Staff and committee	120	120

Goal 3. Serve as a liaison to collaborate with statewide agencies and associations	Start Date	Completed	Process	2025 Hours	2026 Hours
Tactics					
Increase collaborative efforts between Board of Water and Soil Resources and Minnesota Watersheds (**#4 priority**)					
Strengthen the working relationship with BWSR by identifying points of contention, developing a plan to address, and reduce concerns	1/1/2023		Staff development	50	50
Identify Opportunities to Partner to Promote Watershed Management					
Attend Board of Water and Soil Resources, Clean Water Council, and Drainage Work Group meetings and provide updates (**#10 priority**)	1/1/2023		Staff attendance	200	200
Strengthen partnership with Minnesota Association of Watershed Administrators through the Executive Director's attendance at Minnesota Association of Watershed Administrators meetings and collaboration on education opportunities at Minnesota Watersheds' events	1/1/2023		Staff attendance	60	60
Increase opportunities to partner and track collaboration with Minnesota Association of Soil and Water Conservation Districts, League of Minnesota Cities, Local Government Water Roundtable, Association of Minnesota Counties, and Red River Watershed Management Board	1/1/2023		Staff development	65	55

Goal 4. Ensure strong legislative policies are in place for watershed management	Start Date	Completed	Process	2027 Hours	2028 Hours
Tactics					
Develop Comprehensive Platform of Policies					
Maintain a comprehensive legislative platform (**#1 priority**)	**3/9/2023**	**12/1/2023**	Staff development Partnership with MW BOD & MAWA	5	5
Review expectations for representatives on BWSR board, CWC, LGWRT	**6/1/2024**	**12/6/2024**	Staff development Partnership with MW BOD & MAWA	1	1
Identify Legislative Issue Impacting Members (**#2 priority**)					
Support legislation that promotes watershed management	1/1/2023		Staff time	80	80
Fend off legislation that limits abilities to protect and restore water resources	1/1/2023		Staff time	65	65
Ensure lobbyist(s) have clear direction on legislative priorities	1/1/2023		Staff time	85	85
Align workload with the resources set aside for lobbying and manage member expectations			Staff time	10	10
Evaluate Current Resolutions and Legislative Platform Process (#2 priority)					
Identify alternative methods, adopt revised process, or reaffirm current process		**3/21/2025**	Staff development Partnership with MW BOD & MAWA	5	5

Goal 5. Enhance the skills of watershed district and watershed management organization boards	Start Date	Completed	Process	2027 Hours	2028 Hours
Tactics					
Offer comprehensive training for watershed district and watershed management organization boards					
Maintain an up-to-date watershed handbook by reviewing it annually and revising it as warranted (**#9 priority**)	**1/1/2023**	**10/2/2023**	Staff development Partnership with MW BOD & MAWA	10	10
Work with BWSR on regional training				5	5
Utilitze the expertise of staff and Minnesota Association of Watershed Administrators in the development of education and training for watershed officials (**#11 priority**)	3/7/2023		Staff development in partnership with MAWA	10	10

				2027 Hours	2028 Hours
				1230	**1230**
Administration	1/1/2023			200	200
General Communication	1/1/2023			250	250
MW Board Meetings	1/13/2023			50	50
Meetings with Program Manager	1/3/2023			20	20
TOTAL HOURS				**1750**	**1750**

Goal 4. Ensure strong legislative policies are in place for watershed management	Start Date	Completed	Process	2025 Hours	2026 Hours
Tactics					
Develop Comprehensive Platform of Policies					
Maintain a comprehensive legislative platform (**#1 priority**)	**3/9/2023**	**12/1/2023**	Staff development Partnership with MW BOD & MAWA	5	5
Draft expectations for representatives on BWSR board, CWC, LGWRT			Staff development Partnership with MW BOD & MAWA	25	25
Identify Legislative Issue Impacting Members (**#2 priority**)					
Support legislation that promotes watershed management	1/1/2023		Staff time	40	40
Fend off legislation that limits abilities to protect and restore water resources	1/1/2023		Staff time	40	40
Ensure lobbyist(s) have clear direction on legislative priorities	1/1/2023		Staff time	75	55
Align workload with the resources set aside for lobbying and manage member expectations			Staff time	20	10
Evaluate Current Resolutions and Legislative Platform Process (#2 priority)					
Identify alternative methods, adopt revised process, or reaffirm current process			Staff development Partnership with MW BOD & MAWA	5	5

Goal 5. Enhance the skills of watershed district and watershed management organization boards	Start Date	Completed	Process	2025 Hours	2026 Hours
Tactics					
Offer comprehensive training for watershed district and watershed management organization boards					
Maintain an up-to-date watershed handbook by reviewing it annually and revising it as warranted (**#9 priority**)	**1/1/2023**	**10/2/2023**	Staff development Partnership with MW BOD & MAWA	65	45
Work with BWSR on regional training				25	25
Utilitze the expertise of staff and Minnesota Association of Watershed Administrators in the development of education and training for watershed officials (**#11 priority**)	3/7/2023		Staff development in partnership with MAWA	10	10

				2025 Hours	2026 Hours
				1110	**1110**
Administration	1/1/2023			259	259
General Communication	1/1/2023			300	300
MW Board Meetings	1/13/2023			68	68
Meetings with Program Manager	1/3/2023			13	13
TOTAL HOURS				**1750**	**1750**

Memorandum

DATE: October 29, 2026
TO: Minnesota Watersheds Members
FROM: Co-Chair Kristine Goeden, Buffalo-Red River WD

The Bylaws-Manual of Policy and Procedures (MOPP) Committee met on October 13 to discuss proposed Bylaws changes. The proposed changes were also reviewed at the Minnesota Watersheds Board of Directors meeting on October 26. The proposed changes are shown in track changes throughout the document.

There are a few wordsmithing changes shown in track changes throughout the document.

Questions regarding these proposed changes should be directed to Kristine Goeden at kgoeden@brrwd.org or Jan Voit jvoit@mnwatersheds.com.

BYLAWS

MINNESOTA ASSOCIATION OF WATERSHED DISTRICTS, INC.

Doing business as Minnesota Watersheds

St. Paul, Minnesota

ARTICLE I.
Offices and Corporate Seal

1.1 Official Name. The official name of the corporation is the Minnesota Association of Watershed Districts, Inc., which conducts business under the registered assumed name of, and is hereinafter referred to as, Minnesota Watersheds.

1.2 Purpose. The purpose of Minnesota Watersheds is to provide educational opportunities, access to information resources, interface with other agencies, facilitate tours, meetings, and lobby on behalf of members. Additionally, Minnesota Watersheds will facilitate the exchange of information to help members better comply with ~~governmental~~government regulations and laws while offering an informed interface with the community or communities being served. Minnesota Watersheds will work to secure the capacity of its members to implement their statutory powers and purposes.

1.3 Organized. The corporation is organized as a 501(c)(4) organization. Notwithstanding any provision of the Articles of Incorporation or Bylaws which may be interpreted to the contrary, Minnesota Watersheds shall not authorize or undertake any actions which jeopardize its status as a 501(c)(4) organization.

1.4 Office. The registered office of the corporation shall be designated by the Board of Directors.

1.5 Corporate Seal. The corporation shall have no corporate seal.

1.6 Manual of Policy and Procedures. The Board of Directors has established a management document identified as the Manual of Policy and Procedures to support the orderly and timely details of regular operation. It may be revised at any time by a majority vote of the Board of Directors.

ARTICLE II.
Membership

2.1 Membership. Each dues-paying watershed district or watershed management organization duly established and in good standing pursuant to Minnesota Statutes, Chapter 103B or 103D, shall be entitled to membership in this corporation.

2.2 Delegates. Alternates. When a watershed district or watershed management organization becomes a member of this corporation, it shall designate from among its board members two delegates to represent it in this corporation. In addition, each member may designate alternate delegates to represent such member in the absence of any originally designated delegate. Thereafter, each member shall annually designate its delegates and alternate delegates so long as it remains a member in good standing of this corporation.

2.3 Termination of Membership. Any member that has failed to pay its dues is not in good standing and shall be stricken from the membership roll.

2.4 Resignation of Member. Any member may withdraw from this corporation effective immediately by notifying the secretary in writing. Regardless of the date of termination, there shall be no refund of the annual dues paid by the member.

ARTICLE III.
Meetings of Membership

3.1 Annual Business Meeting. An annual meeting of this corporation shall be held to transact such business as shall properly come before them. Notice of the time and place of such annual meeting shall be mailed, either physically or electronically, by the secretary to all members at least thirty (30) days in advance thereof.

3.2 Annual Meeting on Resolutions and Petitions. An annual meeting of members of the corporation shall be held for the purpose of considering resolutions and petitions as set forth in Article IX. Notice of the time and place of such meeting shall be mailed, either physically or electronically, by the secretary, with the assistance of the executive director, to all members at least thirty (30) days in advance thereof. Delegates may participate and vote in such meetings by telephone or other electronic means approved by the Board in the Manual of Policy and Procedures, and determination of quorum and voting shall be as provided in sections 3.4 and 3.5.

3.3 Special Meeting. Special meetings of the members of the corporation shall be called by the president upon request of a majority of directors of the Board of Directors or upon the written request of one-third of the members of the corporation in good standing. This request shall be in writing addressed to the president or the secretary of the corporation. Within thirty days of receipt of said request, the Board of Directors shall mail (either physically or electronically) notice of said special meeting to all members. This notice shall state the objective of the meeting and the subjects to be considered. Members may participate and vote in such meetings by telephone or other electronic means approved by the Board in the Manual of Policy and Procedures and determination of quorum and voting shall be as provided in sections 3.4 and 3.5.

3.4 Quorum for Meetings.

a. Annual Business Meeting. Each dues-paying watershed district or watershed management organization may appoint up to two delegates. A quorum consists of the majority of the delegates registered at the annual conference and in attendance irrespective of whether some have departed. Once a quorum has been established there shall be no further question as to the quorum.

b. Annual Meeting on Resolutions and Petitions, Special Meetings. A quorum for the Annual Meeting on Resolutions and Petitions or Special Meetings consists of at least one delegate from each of fifty percent plus one of the member watershed organizations and must include at least one delegate from each of the three regions described in Article IV.

3.5 Voting. Any action taken by the members shall be by majority vote of the delegates present unless otherwise specifically provided by these Bylaws. Each member shall be entitled to one (1) vote for each delegate present.

ARTICLE IV.
Board of Directors

4.1 General Powers. The business activities of the corporation shall be directed and managed by the Board of Directors. The Board of Directors shall be authorized to pay officers and directors of the

corporation per diem allowances and expenses as may from time to time be submitted to the Board of Directors, and such other expenses as may from time to time be necessary for the furtherance of the corporation's business, consistent with the rate and provisions of watershed board member per diem allowances and expense reimbursement provided in state law. The Board of Directors is authorized to hire and/or contract for services needed.

4.2 Directors to be Elected by Regions. For the purpose of election of the Board of Directors, members are grouped into three regions; three Directors shall be elected from each region, with staggered three-year terms. Members from each region shall elect one director for a three-year term at the annual business meeting of Minnesota Watersheds. No watershed district or watershed management organization shall have more than one board member elected to be a Director on the Board of Directors of the corporation. In the event of a vacancy on the Board of Directors, the Board of Directors may appoint a member for the remaining term from a watershed district or watershed management organization with an existing representative on the Board of Directors if there are no other candidates from the region requesting appointment to the position. In the event a vacancy is filled by the Board of Directors, such appointment shall be submitted to the regional caucus for approval at the next regional caucus meeting. Regional caucuses shall elect a Chairman and Recording Secretary and report the election results ~~to the Convention~~at the annual business meeting at a designated time. The member watershed districts and watershed management organizations present at the Regional Caucus meeting shall have full authority to elect a Chairman, Recording Secretary, and representatives to the Board of Directors.

4.3 Regions. The Board of Directors may re-align the regions or the members contained therein, it being the intent and purpose that each region contains the approximate same number of members. Any watershed district or watershed management organization in Minnesota, not presently a member of this corporation, upon admission to membership, will be assigned to a region by the Board of Directors. Regional membership shall be listed in the Manual of Policy and Procedures.

4.4 Number. Qualification, and Term of Office. The number of directors constituting the Board of Directors shall be nine. Each director elected at the annual meeting shall be elected for a three-year term. Directors shall be on the board of a watershed district or watershed management organization that is a member in good standing of this corporation.

4.5 Vacancies. If there be a vacancy among the officers of the corporation or among the directors by reason of death, resignation, termination of membership, or removal as provided by law, the Articles of Incorporation, or these Bylaws, or otherwise or for non-excused absences for three consecutive meetings, such vacancy shall be filled by the Board of Directors until the next Annual Meeting of Minnesota Watersheds.

4.6 Removal of Directors. At a special meeting of the Board of Directors called solely for that reason, the notice of which meeting shall have been given in writing to members of the Board of Directors at least thirty days prior thereto and not more than fifty days prior thereto, a super majority of seven members of the Board of Directors may remove one or more directors from their term of office without cause.

4.7 Meetings. Actions. The Board of Directors shall hold the annual meeting of the Board of Directors immediately after the annual meeting of the members of this corporation, and at such annual meeting shall elect the officers as above provided. Regular meetings of the Board of Directors shall be held at a time and place to be fixed by resolution or adopted by the majority of the Board of Directors.

The majority of the Board of Directors shall constitute a quorum. Directors may participate and vote in Board of Directors meetings by telephone or other electronic means approved by the Board in the Manual of Policy and Procedures.

Actions may be taken by a majority vote of those Directors present or participating by telephone or other electronic means approved by the Board in the Manual of Policy and Procedures. The Secretary of the Board of Directors, with the assistance of the executive director, shall give written or electronic notice to each director at least seven calendar days in advance of any regular or special directors' meeting. Special meetings may be called at the discretion of the President of the Board of Directors or upon demand in writing to the Secretary by three (3) directors of the Board of Directors.

4.8 Conflicts of Interest. Members of the Board of Directors shall act at all times in the best interests of the corporation. This means setting aside personal self-interest and performing their duties in transacting the affairs of the corporation in such a manner that promotes public confidence and trust in the integrity, objectivity, and impartiality of the Board. No Director shall directly or indirectly receive any profit from his/her position as such, and Directors shall serve without remuneration other than as provided in Section 4.1 of these Bylaws for the payment for reasonable expenses incurred by them in the performance of their duties. The pecuniary interests of immediate family members or close personal or business associates of a director are considered to also be the pecuniary interest of the director.

4.9 Indemnification. All directors and officers of the corporation shall be indemnified against any and all claims that may be brought against them as a result of action taken by them on behalf of the corporation as provided for and subject to the requirements of Chapter 317A of Minnesota Statutes as amended.

ARTICLE V.
Board Officers

5.1 Officers and Duties. There shall be four officers of the Board of Directors, consisting of a President, Vice President, Secretary, and Treasurer. All officers shall be directors of the corporation. Their terms and duties are as follows:

5.2 President. The President shall serve a term of office of one year and may, upon re-election, succeed himself/herself for two additional successive terms. The President shall have the following duties:

- Convene and preside over regularly scheduled and special meetings of the Board of Directors and annual or special Minnesota Watersheds membership meetings.
- Have general powers and duties of supervision and management as directed by the Manual of Policy and Procedures.
- Appoint such committees as he/she shall deem necessary with the advice and consent of the Board of Directors.

5.3 Vice President. The Vice President shall serve a term of office of one year and may, upon re-election, succeed himself/herself for two additional successive terms. The Vice President shall have the following duties:

- Assume and perform the duties of the President in case of his/her absence or incapacity; and shall chair committees on special subjects as designated by the President.
- Have general powers and duties of supervision and management as directed by the Manual of Policy and Procedures.

5.4 Secretary. The Secretary shall serve a term of office of one year and may, upon re-election, succeed himself/herself for two additional successive terms.

The Secretary shall be responsible for preparing and keeping all records of board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each director, and assuring that corporate records are maintained.

5.5 Treasurer. The Treasurer shall serve a term of office of one year and may, upon re-election, succeed himself/herself for two additional successive terms.

The Treasurer shall Co-chair the finance committee, maintain account of all funds deposited and disbursed, disburse corporate funds as designated by the Board of Directors, assist in the preparation of the budget, collect membership dues, and make financial information available to board members and the public.

ARTICLE VI.
Committees

6.1 Committees. Committee co-chairs shall be appointed by the Board of Directors. All committees shall have co-chairs.

ARTICLE VII.
Fiscal Year, Dues and Annual Review of Financial Procedures

7.1 Fiscal Year. The fiscal year of the corporation shall end on September 30 each year.

7.2 Membership Dues. Dues will be determined annually by the Board of Directors as specified in the Manual of Policy and Procedures.

7.3 Annual Dues. Annual dues shall be payable in January of each year. If a member's dues are not paid on or before April 30 of each year, such member's name shall be stricken from the membership roll. Reinstatement shall be upon such terms and conditions as prescribed by the Board of Directors.

The Board of Directors shall have the authority to suspend or defer dues of any newly organized watershed district or watershed management organization that joins this association until such member watershed district or watershed management organization is in actual receipt of its first authorized fund. The Board shall send out the annual dues statement with payment directed to the Minnesota Watersheds accounting firm. The Board of Directors may consider deferring, suspending, or reducing dues to new members or on an individual case basis when an appeal is made by a member because of hardship or funding problems.

7.4 Annual Review of Financial Procedures. The Board of Directors of this corporation shall provide for an annual review of financial procedures of all its resources and expenditures. A full report on such review and financial status shall be furnished at each annual meeting of the members. This review will be conducted by an auditing firm selected by the Board of Directors with experience in the field of government and water management. The review results shall be furnished to all members within forty-five days after receipt thereof by the Treasurer.

ARTICLE VIII.
Employees

8.1 Employees. At the discretion of and under the direction of the Board of Directors, Minnesota Watersheds may choose to hire and administer various employees. Their positions and job expectations shall be individually developed and included in the Manual of Policy and Procedures.

ARTICLE IX.
Resolutions and Petitions

9.1 Resolutions: The Co-Chairs of the Minnesota Watersheds Legislative Committee will send a request for resolutions, along with a form for submission, to the membership at least four months prior to the Annual Meeting on Resolutions and Petitions. Resolutions and their justification must be submitted to the Minnesota Watersheds Legislative Committee in the required format at least two months prior to the Annual Meeting on Resolutions and Petitions for committee review and recommendation. The committee will present these resolutions and their recommendations to the Board of Directors and the Minnesota Watersheds membership at least one month prior to the Annual Meeting on Resolutions and Petitions. The Board of Directors may make additional recommendations on each proposed resolution through its board meeting process. This same procedure will be used when policy issues are to be considered at any special Minnesota Watersheds membership meeting. All resolutions adopted at the Annual Meeting on Resolutions and Petitions shall be considered adopted by the members. Any resolutions to be considered at the Annual Business Meeting must be recommended by the board of directors and require a two-thirds majority vote of the delegates present to be adopted.

9.2 Petitions: Any member or group of members may submit to the Board of Directors at any time a petition requesting action, support for, rejection of, or additional information on any issue of potential importance to the members. Such petitions require signed resolutions from at least 15 members before a special meeting of the membership will be convened.

ARTICLE X.
Chapters

10.1 Chapters. Members may form chapters to further the purposes stated in Article II of the Articles of Incorporation, to carry out policies of the Board of Directors, and to suggest policies for consideration by the Board of Directors.

ARTICLE XI.
Rules of Order

11.1 Rules. When consistent with its Articles of Incorporation and these Bylaws, the current edition of Robert's Rules of Order Newly Revised shall provide guidance to the proceedings of this corporation. For consistency in operation, a copy shall be available for consultation if requested at every scheduled meeting of the Board of Directors and Membership meetings.

ARTICLE XII.
Amendments

12.1 Amendments. These Bylaws may be amended by a majority vote of the members of this corporation only as provided below.

12.2 Annual Business Meeting. At the annual business meeting of the members of this corporation, the Bylaws may be amended by the majority of the members present if there is a quorum at said annual

meeting and due notice has been given to the membership of the changes 30 days in advance of the meeting.

12.3 Special Meeting. These Bylaws may be amended by the members at a special meeting called for that reason but only by a majority vote at a meeting where fifty percent plus one of the member watershed organizations are present including at least one delegate from each of the three regions described in Article IV, and only if there has been thirty days' written notice to all members of such special meeting. Such special meeting may be called upon the request of one-third of the members of this corporation by notice in writing to the secretary or president, which notice shall ask for said special meeting and shall state the proposed Bylaws changes, and upon receipt of such request, the Secretary or President must send written, either by mail or electronically, notice of the meeting to the members of this corporation within thirty days of receipt of such request, which shall be not less than thirty days nor more than fifty days of the date of the written notice.

Memorandum

DATE: October 29, 2026
TO: Minnesota Watersheds Members
FROM: Don Pereira, Legislative Committee Co-Chair
RE: Legislative Memo

The Minnesota Watersheds Board of Directors met on October 26 and reviewed the recommendations made by the Legislative Committee at its October 6 meeting.

2027 Legislative Priorities

- Process and Strategy: This year's legislative priority process was redesigned to enhance consistency and transparency. Committee members completed a rating sheet to rank their priorities, replacing the more informal process used in the past. The rankings were compiled and shared with the committee ahead of the discussion, enabling members to review the results and come prepared for deliberation. The consensus is that focusing on a few key priorities is more effective than a long "wish list," as it prevents issues from being easily dismissed by legislators. The outcome of the upcoming election will influence strategy and messaging but not the selection of priorities themselves.
- Priority Selection: In the ranking sheet, stormwater reuse received the most votes and is a clear top priority. The chloride issue is also considered a high priority. Restoring Aquatic Invasive Species (AIS) funding to $10 million was strongly advocated for due to the financial burden on rural lake associations. Permit efficiency was also deemed important.
- Defensive Posture: Minnesota Watersheds must remain prepared for unexpected issues and to play defense against potential legislative actions, such as bills that might seek to limit watershed district authority.

The committee recommended four key legislative priorities for the upcoming session: **Stormwater Reuse, Permitting Efficiency, Chloride Pollution, and AIS Prevention Aid**.

The committee acknowledged that managing four priorities would be a stretch and plans to leverage existing coalitions for AIS and stormwater reuse to conserve resources. The committee's recommended priorities will be sent to the Minnesota Watersheds Board of Directors for approval and then presented to the membership for adoption at the annual business meeting. The group decided to keep the top priorities unranked to allow for flexible resource allocation based on emerging needs and political dynamics post-election.

Questions regarding these items should be directed to Don Pereira at dpereira@vbwd.org or Jan Voit jvoit@mnwatersheds.com.