

MILLE LACS LAKE WATERSHED GROUP BY-LAWS

Revision Adopted October 24, 2025; signed October 24, 2025

PREAMBLE

These by-laws describe the structure and operation of the organization working to ensure healthy lands and waters within the Mille Lacs Lake Watershed in cooperation with other regional efforts such as the Rum River Comprehensive Watershed Plan.

These by-laws are superseded by the officially filed Articles of Incorporation of the Mille Lacs Lake Watershed Group, if any conflict between these documents exists.

ARTICLE I - NAME

The name of the organization shall be the Mille Lacs Lake Watershed Group (MLLWG).

ARTICLE II - PURPOSE AND GOALS

Section 1. MLLWG's purpose is to protect and enhance the water quality, ecosystem health, sustainability, and resilience of the waters and lands of the Mille Lacs Lake Watershed (MLLW) through a stakeholder-driven forum that encourages a partnership among individuals; businesses; local and state governmental units; and sovereign nations.

Section 2. MLLWG's goals include the following:

- A. Sustain or enhance watershed ecosystems to maintain or improve high water quality.
- B. Increase upland habitat quality and resilience to changing precipitation and temperatures.
- C. Protect and restore aquatic and terrestrial habitat.
- D. Mitigate the introduction and reduce the impact of terrestrial and aquatic invasive species.
- E. Achieve desired outcomes by increasing public awareness of watershed issues, fostering an active community of watershed stewards, and engaging technical resources throughout the efforts.

Section 3. MLLWG pursues its goals through an Ecosystem-Based Management approach. Ecosystem-based management is an environmental management approach that recognizes the full array of interactions within an ecosystem, including humans, rather than considering single issues, species, or ecosystem services in isolation.

ARTICLE III - BUSINESS OFFICE / FISCAL AGENT

Section 1. The MLLWG shall maintain its own financial account(s) and will provide reports on the current assets and disbursements to the membership at each meeting.

A. There shall be two signatories on the account: the Treasurer and the Chair
Section 2. The MLLWG fiscal agent shall be the Aitkin County Soil and Water Conservation District (307 2nd Street NW, Room 216, Aitkin MN 56431) for the sole purpose of the administration of grants that are awarded to the MLLWG (and for any other purposes agreed to by both parties).

A. Expenditures have been approved by the Regular Members.

B. Financial recordkeeping is appropriate for auditing requirements of funding agencies and foundations and that detailed quarterly financial reports are provided to the Regular Members.

Section 3. Changes in budgets and if the item has not been previously approved as part of the budget listed in a grant, expenditures for major items (\$2,000 or more) must be approved by the Regular Members prior to use.

Section 4. The MLLWG may levy dues, assessments, or fees upon its voting members, with approval of the voting members. Further, the Chair is authorized to fix the amount from time to time and determine the methods of collection.

ARTICLE IV - MEMBERSHIP

Section 1. Membership in the MLLWG shall be open to those who are committed to sustainable stewardship of natural resources and who have a connection to the Watershed. There shall be two types of members as follows:

A. Regular Members

Regular Members may participate in a voting capacity and include:

1. Property owners within the Mille Lacs Lake Watershed who shall serve without pay
2. Elected officials from jurisdictions included wholly or in part within the MLLW (the counties of Aitkin, Crow Wing and Mille Lacs including townships, municipalities, districts and the Mille Lacs Band of Ojibwe.
3. Other interested parties as approved by the Regular Membership

B. Advisory Members

Advisory Members participate in a non-voting capacity and include professional resource managers in:

1. Aitkin, Crow Wing and Mille Lacs counties
2. State agencies
3. Federal agencies
4. Regional agencies
5. Tribal agencies

Section 2. Regular Members shall have full power to direct MLLWG and to make other decisions required in achieving MLLWG's goals.

Regular Members shall:

- A. Identify and prioritize activities and projects consistent with MLLWG goals.

- B. Plan, budget, and execute activities and projects.
- C. Prepare and distribute information about water quality data, AIS, conservation opportunities, clean-up efforts, and other subjects relevant to the goals of the MLLWG.
- D. Pursue grants, prepare grant applications and make final reports.
- E. Establish and update operational policies and practices that assure organizational viability.
- F. Monitor and approve budgets.

Section 3. To be eligible to vote on matters before MLLWG, a Regular Member must have attended at least two (2) prior member meetings during the past twelve (12) months. Questions or challenges concerning the eligibility of any Regular Member shall be ruled on by the officers.

Section 4. MLLWG shall meet at least every two (2) months at a convenient location; meetings may also be conducted virtually. Notice of the meetings shall be given at least ten (10) days prior to said meeting date and shall be emailed, faxed or mailed (USPS) to members at their last recorded address.

Section 5. MLLWG meetings shall be open to all; interested parties are encouraged to attend meetings and to participate in discussions that take place.

Section 6. A quorum is defined as a minimum of three (3) voting Regular Members and is required to conduct official business.

Section 7. A Regular Member who misses three (3) consecutive meetings or who does not attend a minimum of four (4) meetings in the previous twelve (12) months will be ineligible to serve as an officer.

Section 8. Regular Members shall serve without pay, but may be reimbursed actual expenses while conducting MLLWG business, providing that these expenses receive authorization from the Regular Membership.

Section 9. Regular and Advisory Members of MLLWG shall have full access to minutes of all meetings and the other MLLWG records.

ARTICLE V - OFFICERS

Section 1. The Officers shall consist of Chair, Vice Chair, Secretary and Treasurer: collectively the "Board of Directors". Each shall be elected for a two-year term at the October meeting (or the next meeting thereafter) in odd-numbered years. The terms of newly elected officers shall commence on January 1st of the following even-numbered calendar year. Any two offices may be held by the same person except the office of Chair.

Section 2. The candidate for an officer position receiving the most votes of the Regular Members shall be declared elected. Officers may be removed from office by a majority vote of the Regular Members.

Section 3. Vacancies for all unexpired terms of the officers shall be filled by election at the next regularly scheduled MLLWG meeting.

Section 4. The Chair shall preside at all meetings and shall be responsible for the management of MLLWG business. The Chair shall carry out the orders and resolutions of the Members in a timely manner and shall have the authority to delegate responsibilities to others. Task forces and subcommittees may be named for ad hoc assignments and dissolved upon completion.

Section 5. In the absence of the Chair, the Vice Chair shall carry out the duties of the Chair. When the Chair and Vice Chair are absent, the Secretary shall preside.

Section 6. The Secretary shall be responsible for the recording and maintaining of the minutes, correspondence and records of the organization, either by doing the work or by delegating the duties to another individual.

Section 7. The Treasurer shall be responsible for the maintaining of the financial account(s), providing regular reports to the membership, while ensuring the timely payment of receipts and all necessary State and Federal 501(c)(3) reporting.

ARTICLE VII - PARLIAMENTARY AUTHORITY

Roberts Rules of Order shall generally be used to govern the proceedings of the organization. The Chair may appoint a Parliamentarian.

ARTICLE VIII - AMENDMENTS TO THE BY-LAWS

These By-laws may be amended at any meeting of MLLWG provided written notice is given to Members at least 30 days in advance of the meeting at which the action is to be taken.

ARTICLE IX - DISSOLUTION OF ENTITY

In the event that the MLLWG is dissolved, it shall be the responsibility of the members to determine the disbursement of remaining assets in accordance with the requirements of the funding sources and/or the will of the dissolving membership. Members shall not receive said assets.

== CERTIFICATION/SIGNATURE PAGE FOLLOWS ==

ARTICLE X - CERTIFICATION

These By-laws were adopted by action of the membership meeting on:

Date:

Chair Margaret Vos Date 10/24/25

Vice Chair [Signature] Date 10/24/25

Secretary [Signature] Date 10/24/25