



East Dakota Water Development District
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MINUTES
August 18, 2016

The Board of Directors of the East Dakota Water Development District (EDWDD) held a regular meeting on August 18, 2016, at the District Office in Brookings, SD. Chairman Jarrett called the meeting to order at 9:05 a.m. The following persons attended:

Directors Present

Lois Brown
Mary Ellen Connelly
Gary Duffy
Martin Jarrett
John Moes
Jerry Soholt
Janelle Weatherly

Director(s) Absent

Mark Anderson
Kay Kassube

Others Present

Scott Anderson, Minnehaha County
Dave Bartel, James River Water Development District
Dana Loseke, Friends of the Big Sioux River

Staff Present

Kevin Christenson
Jay Gilbertson
Jeremy Hinke

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Administrative Items

Approval of Agenda

Motion by Weatherly, seconded by Soholt to approve the agenda as presented. Motion carried unanimously.

Minutes - The Board reviewed the Minutes of the July 21st, 2016.

Motion by Soholt, seconded by Weatherly to approve the Minutes as presented. Motion carried unanimously.

Financial Reports - The Board reviewed the July 2016 Financial Reports.

Motion by Moes, seconded by Connelly to accept the July 2016 Financial Reports. Motion carried unanimously. Chairman Jarrett then asked that the reports be placed in the District files.

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Report of Meetings and Conferences - Director Connelly attended the August 1st meeting of the Friends of the Big Sioux River in Sioux Falls.

Director Moes reported on the August 17th meeting of the Lake Pelican Water Project District held in Watertown.

Director Weatherly and the Manager discussed public response to the presence of high levels of duckweed in the Big Sioux River on Monday, August 15th.

The Manager briefly commented on the following meetings he had attended:

1. **July 28** - Baltic. Hefty Field Day.
2. **August 3** - Madison. Quality On Tap discussions.
3. **August 9** - Egan. EDWDD Personnel & Finance Committees.
4. **August 16** - Pierre. River Basin Natural Resource District Oversight Advisory Task Force.

Upcoming Meetings

1. **August 24 - 7:00 p.m.** - Centerville. Vermillion Basin Water Development District.
2. **September 7 - 1:00 p.m.** - Hilton Garden Inn Downtown, Sioux Falls. Mayors Big Sioux River Water Summit.
3. **September 8 - 9:00 a.m.** - Ramkota Convention Center, Aberdeen. James River Water Development District Board of Directors.
4. **September 15 - 9:00 a.m.** - EDWDD Office, Brookings. EDWDD September Board of Directors Meeting. Public hearing on 2017 fiscal budget to be held at 10:00 a.m.
5. **September 20 - 10:00 a.m.** - State Capitol Building, Pierre. River Basin Natural Resource Districts Oversight Advisory Task Force.
6. **September 22 & 23** - Spearfish. South Dakota Board of Water and Natural Resources.

Payment Requests - The Manager presented three payments requests on behalf of District-sponsored activities that required Board action. He noted that each request was in order and consistent with provisions set by the Board at the time of award. He requested authority to make payments on behalf of the following:

<u>Grant Recipient/Activity</u>	<u>Requested Amount</u>
SDSU/Controlling Algal Blooms (Min)	\$ 283.86
US Geological Survey/FFY 2016 Gaging Stations (MN)	\$ 2,913.00
SDSU/Nitrogen removal effectiveness of bioreactors (Kringen)	<u>\$ 115.14</u>
Total	\$ 3,312.00

Motion by Brown, seconded by Weatherly to authorize payments totaling \$3,312.00 as requested. Motion carried unanimously.

Personnel Committee Report - Director Brown, Chair of the Personnel Committee, presented the results of the Committee’s meeting held at the office of the Big Sioux Community Water System in Egan on August 9th. Directors Anderson, Brown, Moes and Soholt participated. Annual performance reviews were completed on District staff by the Manager. The staff received generally high marks, and there were no significant concerns or problems identified. Director Brown reported that the Manager’s

performance evaluation, a composite completed by all Board members, also indicated a high level of satisfaction with his efforts. For salary compensation for Fiscal Year 2017, the Committee recommended an increase of three and one half percent (3.5%) for all full-time, hourly District staff, and a five percent (5%) increase for the Manager.

Motion by Moes, seconded by Connelly to adopt the Personnel Committee recommendations regarding staff compensation for 2017. Motion carried unanimously.

Finance Committee Report - The Manager reviewed the draft FY 2016 budget developed at the Finance Committee meeting held on August 9th at the office of the Big Sioux Community Water System in Egan. Directors , Connelly, Duffy, Kassube (Chair) and Weatherly participated. The budget contains an increase of two and one-half percent (2.5%) increase in the District's base tax levy. They noted that there were no substantial changes in the proposed budget from the prior year, beyond modest reductions in Administration and Contingency Funds categories. The Manager noted that the proposed budget contained sufficient funds to cover the recommended staff salary increases.

The Manager stated that no formal Board action on the proposed budget was necessary at this time. However, he did request that the Board establish the time and place for the public budget hearing. He suggested that it be held at the September 15th Board meeting in Brookings.

Motion by Duffy, seconded by Soholt to hold the public hearing on the District's FY 2017 budget on Thursday, September 15, 2016, at 10:00 a.m. at the District office in Brookings and to authorize publication of the draft budget and necessary public notices. The Manager indicated that the draft budget will be published in all District newspapers in advance of the public hearing. Motion carried unanimously.

Travel Authorization - The Manager requested authorization for Deb Springman to attend the Upper Midwest Invasive Species Conference in LaCrosse, WI, in October 17-19, 2016.

Motion by Soholt, seconded by Duffy to Ms. Springman's attendance at the Upper Midwest Invasive Species Conference as requested. Motion carried unanimously.

Project Assistance Request - Mayor's 2016 Big Sioux River Water Summit

The Manager noted that the City of Sioux Falls would be holding the Fourth Annual Mayor's Big Sioux River Water Summit at the Hilton Garden Inn Downtown in Sioux Falls from 1:00 to 6:00 p.m. on September 7th. He will be speaking at the Summit, presenting the results of the District's nitrate testing program. Chairman Jarrett will be speaking about the impact of surface water quality on local public water suppliers, and Barry Berg will be providing an update on the Big Sioux River Watershed Project (BSRWP). There will also be a pre-Summit field tour of several best management practices installed as part of the BSRWP. The Manager encouraged all present to consider attending the event.

The District is a co-sponsor of the event, and the Manager requested that the Board allocate up to \$2,000 to be applied toward field tour costs and travel expenses for the keynote speaker.

Motion by Duffy, seconded by Connelly to have the District serve as a co-sponsor of the 2016 Mayor's Big Sioux River Water Summit and to allocate \$2,000 to be used in support of the event. Motion carried unanimously.

Updates to District By-Laws

The Manager reviewed the proposed updates to the District By-Laws that have been discussed at prior meetings, summarized below:

1. Article I - JURISDICTION. Add reference to the South Dakota Codified Law that contains the description of the District territory.
2. Article II - OFFICIAL SEAL. Strike this language.
3. Article III - REGULAR MEETINGS. Re-write to remove reference to the day of the monthly meetings and clarify the process by which meetings may be cancelled.
4. Article V - DIRECTOR VACANCIES. Amend process by which board vacancies may be filled. Establishing a term for any vacancy appointments was discussed, but no action was proposed. The Manager indicated that there may be changes made to relevant codified law during the upcoming legislative session.
5. Article VI - DUTIES OF OFFICERS. Revise duties of the Secretary and Treasurer.
6. Minor typographical changes.

The Manager noted that the District By-Laws require that any proposed changes must be discussed at one meeting, but can not be acted on until a subsequent meeting. The changes proposed at this time were discussed at both the June and July 2016 meetings of the Board, so that action could be taken at this time.

Motion by Duffy, seconded by Weatherly to adopt the changes to the District By-Laws as proposed. Motion carried unanimously. A copy of the By Laws as adopted are attached.

Adjournment

There being no further District business, Chairman Jarrett declared the meeting adjourned at 11:50 a.m.

John Moes, Secretary

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EAST DAKOTA WATER DEVELOPMENT DISTRICT BYLAWS AS AMENDED 4/19/85, 5/16/85, 4/16/09, 3/17/11 and 8/18/16

ARTICLE I

NAME AND PURPOSE

The East Dakota Water Development District (hereinafter referred to as “District”) is a water development district established under the authority and for the purposes contained within South Dakota Codified Law (SDCL) Chapters 46A-3A through 46A-3E, inclusive.

BOARD OF DIRECTORS

All powers, privileges and duties vested in, or imposed upon, the District by law shall be exercised and performed by and through the Board of Directors (hereinafter referred to as “Board”).

PRINCIPAL OFFICE

The principal office of the District shall be at Brookings, South Dakota, provided that the location of such principal office may be changed by amendment to these by-laws by action of the Board.

JURISDICTION

The District is comprised of all of Brookings, Codington, Deuel, Grant, Hamlin, Kingsbury, Lake, Minnehaha and Moody Counties; Grafton, Belleview, Adams, Henden, Howard, Clearwater, Canova and Vermillion townships in Miner County; and all municipalities that are wholly or partially within the included area or that are contiguous to the included area, as stipulated in SDCL 46A-3A-3.

ARTICLE II

REGULAR MEETINGS

There shall be 12 regular monthly meetings of the Board each year. The meeting schedule for the following calendar year shall be adopted by the Board at the December meeting. The District Manager, with the concurrence of the Board Chair, may cancel or alter the meeting date, time or location in response to special circumstances. Notice of such regular meeting shall be sent by the Secretary, or other designated official, to each director at least ten days before each meeting. Unless otherwise specified by the Board, regular meetings shall be open to the public.

ANNUAL MEETING

The annual meeting shall be held in January of each year, at which annual and fiscal year reports shall be submitted to the Board and the Board shall elect officers for the year. This meeting shall be open to the public.

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SPECIAL MEETINGS

Special meetings of the Board may be scheduled by the Chair, or upon request of three directors to the Secretary. Directors shall be notified of the place, date, time, and purpose of such special meetings in the same manner as in the case of regular meetings. Unless otherwise specified by the Board, special meetings shall be open to the public.

ARTICLE III

QUORUM

All official business of the Board shall be transacted at a regular or special meeting at which a quorum of the Directors is present. A majority of the Board shall constitute a quorum.

CONDUCT OF MEETINGS

Roberts Rules of Order shall be utilized as a guideline for matters coming before the Board, provided that no action, formal or informal, shall be set aside due to any irregularity or noncompliance with Roberts Rules of Order. The Chair shall make all rulings with respect to procedural issues, and shall have a vote on each issue coming before the Board.

MOTIONS AND RESOLUTIONS

Actions of the Board necessary for the governing and management of the affairs of the District, for the execution of the powers vested in the District, and for otherwise implementing the provisions of SDCL 46A-3A through 46A-3E, inclusive, shall be taken by the passage of motions or resolutions, as may be appropriate. All such formal action shall require the majority vote of the quorum present.

VOTES AND PROXY

Each director shall be entitled to one vote on all matters requiring a vote at meetings of the Board.

A director may designate a representative to attend Board meetings, provided that such representative shall not be entitled to cast the vote of the director he/she represents nor to sit as an officer of the Board. Such person, as the designated representative, shall present a written authorization from the director to be represented. An individual who represents a director shall not draw per diem nor expenses.

ARTICLE IV

DIRECTOR QUALIFICATIONS AND NUMBER

The qualifications and term of office for each director shall be determined by applicable statutory provisions, specifically including, but not limited to, SDCL Chapter 46A-3B. Based on the general population of the District, the Board shall consist of nine members, as stipulated in SDCL 46A-3B-2.

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DIRECTOR VACANCIES

Vacancies, as defined in SDCL 46A-3B-9, which may occur on the District Board, shall be filled by elective action of the remaining directors from among candidates proposed by nominating petitions signed by at least twenty-five registered voters in the director area in which the vacancy exists. The director candidate(s) must reside in and be a registered voter in the director area to be represented, as required in SDCL 46A-3B-2.

A notice declaring a vacancy on the Board of Directors, the duration of the vacancy appointment, and the period of time for accepting nominating petitions of candidates for such vacancy, shall be published in at least one newspaper of wide circulation within the director area for which the vacancy exists. Such notification shall be published at least 20 days prior to the time petitions will no longer be accepted. Nominating petitions are to be presented to the principal office of the water development district.

ARTICLE V

OFFICERS

At the annual meeting in January of each year the Board shall elect a chair, vice-chair and secretary from among their membership, who shall hold office until the next annual meeting of the District or until their successors have been elected. These officers shall be elected to terms of one year, such term to begin immediately upon election at the annual meeting and to terminate immediately upon election of a successor. Also, the directors shall appoint a treasurer who may or may not be a director and who shall serve at the pleasure of the Board or until his/her successor is appointed. Said chair, vice-chair, secretary and treasurer shall constitute the officers of the Board provided that the treasurer, if not a director, shall have no voting privileges. The officers shall also constitute the Executive Committee.

DUTIES OF OFFICERS

(a) The Chair shall preside at meetings of the Board. She/he shall execute contracts and other instruments on behalf of the Board and otherwise represent the Board. She/he shall determine the need for and call special meetings of the Board. She/he may sign vouchers for disbursement of water development district funds. She/he may perform such other duties as prescribed by the Board.

(b) The Vice-Chair shall, in the absence or disability of the Chair, perform the duties and exercise the powers of the Chair. She/he may perform other duties as prescribed by the Board.

(c) The Secretary shall provide notice of all regular or special Board meetings; shall keep, or shall cause to be kept, the minutes of the Board meetings; shall attest to documents reflecting Board of Directors' actions as required and may perform such other duties as may be prescribed by the Board.

(d) The Treasurer shall have custody over all funds and securities of the water development district and shall be bonded in such sum and with such sureties as the Board may prescribe, conditioned upon the faithful performance of the duties of his/her office. She/he shall keep, or shall cause to be kept, accurate accounts of the receipts and disbursements in the books of the District. She/he shall deposit such monies

as may come to the District in depositories designated by the Board. She/he shall prepare, or shall cause to be prepared, and may sign vouchers and distribute warrants and checks in payment of proper claims against the water development district. She/he shall prepare, or shall cause to be prepared, and submit periodic financial statements and reports of the accounts of the District. She/he shall perform such other duties as the Board may prescribe.

ARTICLE VI

DISTRICT OFFICE AND EMPLOYEES

As provided in SDCL 46A-3D-1, the District Board of Directors may equip, maintain, and operate an office within the water development district as its principal place of business and establish other offices as necessary. The Board may appoint and fix compensation of any employees deemed necessary by the Board to conduct the business and affairs of the water development district and to carry out the intent of SDCL 46A-3A to 46A-3E, inclusive.

ARTICLE VII

DISCLOSURE OF CONFLICT OF INTEREST

Any director who is present at a meeting at which is discussed any matter in which that director has, directly or indirectly, a private financial or property interest shall disclose such interest to the Board. Any such director shall refrain from advocating for or against the matter and shall disqualify himself/herself from voting on such matter. The Board may adopt a separate policy specifically regarding ethical standards and practices.

ARTICLE VIII

COMMITTEES

Standing committees are hereby established to deal with Finance, Personnel, Planning and Legislative issues. The Chair and members of each standing committee shall be appointed annually by the Board Chair from among the current directors.

Ad hoc committees may be appointed by the Chair for a specific purpose and will be dissolved upon completion of their assignment.

ARTICLE IX

AUTHORIZATION FOR EXPENSES

Directors shall be entitled to compensation for any business, or for attendance at any meeting, authorized by the Board wherein such meeting, or business, relates to or is associated with water development district affairs. Compensation may include per diem, and other expenses, at a rate established by the Board and payable in accordance with the Board's current reimbursement procedure.

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ARTICLE X
MODIFICATION OF BYLAWS

These bylaws may be altered, amended or repealed by a favorable vote of at least two-thirds of those directors present and voting at any regular meeting, or at any special meeting of the Board called for that purpose, after an initial presentation of the proposal at a prior regular meeting of the Board.

ARTICLE XI

SEVERABILITY

If any provision of these Bylaws or the application thereof is held invalid, such invalidity shall not affect the provisions or applications of these Bylaws which can be given effect without the invalid provision or application. To this end, the provisions of these Bylaws are deemed severable.

ADOPTED this 18th day of August, 2016, by the Board of Directors of the East Dakota Water Development District.

EAST DAKOTA WATER DEVELOPMENT DISTRICT

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By _____
Chair

ATTEST:

Secretary