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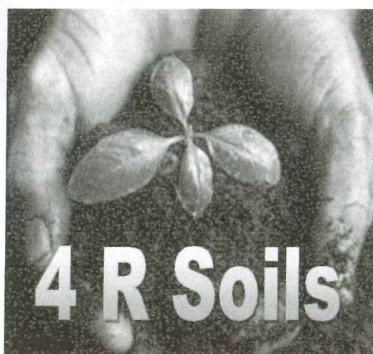
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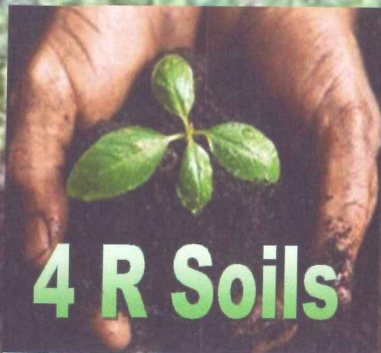
association of illinois

**SOIL &
WATER**

conservation districts



Illinois
Department of
Agriculture



4 R Soils

69th AISWCD Annual Meeting
And
IL Land and Water Resources Training Conference

"4 R Soils"

Sunday . July 23

Lake Springfield Conservation Tour

1:30 pm to 6:30 pm

\$ 35.00/person

- | | |
|---------|--|
| 1:30 pm | Carpool to Bridgeview Park |
| 2:00 pm | Conservation Barge Tour of Lake Springfield
<i>Presentation by CWLP and Sangamon SWCD</i> |
| 5:15 pm | Return to Bridgeview Park |
| 5:30 pm | Dinner at Bridgeview Park |

Space is limited . Please reserve your spot on conference registration form



REGISTRATION

7:30 pm-9:00 pm

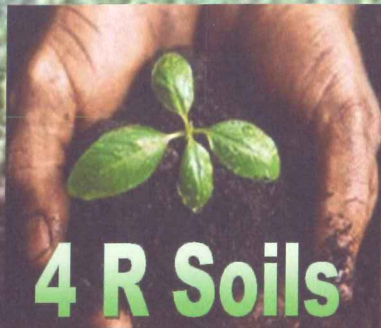
Northfield Conference 1 Lobby

HOSPITALITY ROOM

6:00 pm-11:00 pm

Peridot Room





4 R Soils

69th AISWCD Annual Meeting And IL Land and Water Resources Training Conference "4 R Soils" **Monday . July 24**

REGISTRATION

7:30 am-6:00 pm

Northfield Conference 1 Lobby

EXHIBIT HALL & REFRESHMENTS

7:30 am-6:00 pm

Crystal Room

HOSPITALITY ROOM *Sponsored by Pheasants & Quail Forever*

7:30 am-6:00 pm

Peridot Room

AISWCD Silent Auction Item Check In

7:30 am-9:00 am Crystal Room

AISWCD Silent Auction Bidding

9:00 am-11:00 pm Crystal Room

Auxiliary Silent Auction

7:30 am-4:00 pm Northfield Conference 1 Lobby

MORNING

OPENING CEREMONY

8:00 am-8:30 am

Grand Ballroom

Welcome and Guest Speaker

Directors and Employees Enhanced Training

8:45 am-10:15 am Grand Ballroom

Auxiliary: Make n' Take

10:00 am-11:15 am Continental Breakfast Room

Auxiliary: Building Terrariums

1:15 pm-3:30 pm Continental Breakfast Room

NRCS Training: Nutrient Management Planning 9:45 am to 11:15 am Topaz Room

NLRS Overview 10:30 am to 11:15 am Grand Ballroom

LUNCH

Recognition Luncheon

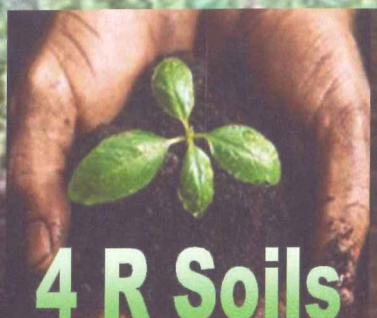
Sponsored in-part by American Farmland Trust

Director Service Awards and Award Achievement Ceremony

11:30 am-1:00 pm Onyx, Opal & Ruby Rooms

****All are welcome to attend the lunch with paid registration****





69th AISWCD Annual Meeting
And
IL Land and Water Resources Training Conference
“4 R Soils”
Monday . July 24

REGISTRATION

7:30 am-6:00 pm

Northfield Conference 1 Lobby

EXHIBIT HALL & REFRESHMENTS

7:30 am-6:00 pm

Crystal Room

HOSPITALITY ROOM

7:30 am-6:00 pm

Peridot Room

AISWCD Silent Auction Bidding 9:00 am-11:00 pm Crystal Room

Auxiliary Silent Auction

7:30 am to 4:00 pm Northfield Conference 1 Lobby

AFTERNOON

NLRS: What Can My District Do?

1:15 pm-4:00 pm Grand Ballroom

Understanding the Legislative Process

4:15 pm-5:00 pm Grand Ballroom

How to Use Media to Tell Your Story

4:15 pm-5:00 pm Ruby Room

NRCS Training: Nutrient Management Planning 1:15 pm to 2:45 pm Topaz Room

EVENING

Auxiliary Presents

FARM FAMILY RECEPTION

5:15 pm-6:00 pm Continental Breakfast Room
(by invitation only)

FARM FAMILY BANQUET*

**must purchase meal ticket to attend*

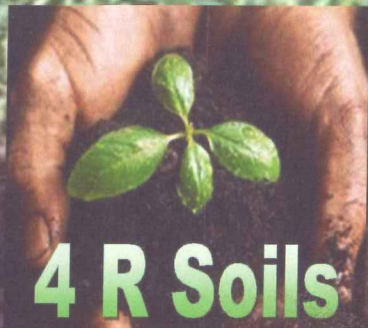
6:00 pm-8:30 pm Grand Ballroom

FUN NIGHT and NETWORKING

8:30 pm-11:00 pm Grand Ballroom

Cash Bar available—sponsored in-part by Pheasants & Quail Forever





69th AISWCD Annual Meeting
And
IL Land and Water Resources Training Conference
"4 R Soils"

4 R Soils

Tuesday . July 25

REGISTRATION

7:30 am-4:00 pm

Northfield Conference 1 Lobby

EXHIBIT HALL & REFRESHMENTS & SILENT AUCTION

7:30 am-4:00 pm

Crystal Room

HOSPITALITY ROOM

7:30 am-1:00 pm

Peridot Room

Auxiliary Silent Auction

9:15 am-11:00 am Northfield Conference 1 Lobby

MORNING

Strategic Plan Forum

8:00 am-9:30 am Grand Ballroom

Director Forum

9:15 am-11:00 am Grand Room

Employee Forum

9:15 am-11:00 am Ruby Room

Auxiliary Session 10:15 am-11:15 am Continental Breakfast Room

LUNCH

Pre-Lunch Networking Session

11:00 am-11:30 am Opal, Onyx, Ruby Rooms

AISWCD Auxiliary Presents

Soil Stewardship Luncheon

11:30 am-12:45 pm Opal, Onyx, Ruby Rooms

All are welcome to attend the lunch with paid registration

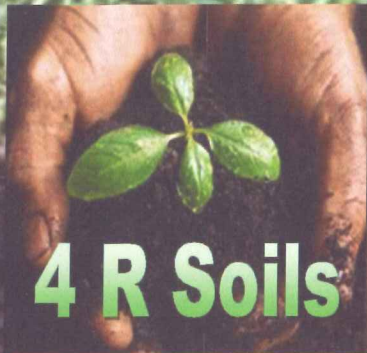
AFTERNOON

AISWCD Annual Meeting & Foundation

1:00 pm-4:00 pm Grand Ballroom

All voting delegates must check in at the registration desk to pick up their packets

NRCS Training: Nutrient Management Planning 1:00 pm-4:00 pm Topaz Room



4 R Soils

69th AISWCD Annual Meeting
And
IL Land and Water Resources Training Conference
"4 R Soils"

AUCTION ITEMS

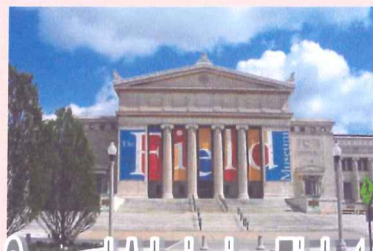
AISWCD Silent Auction Item Check In
7:30 am-9:00 am Crystal Room

AISWCD Silent Auction Bidding
9:00 am-11:00 pm Crystal Room

ITEMS UP FOR GRABS



Disney Theme Park Passes



General Admission Tickets



Gift Cards + Golf



General Admission Tickets



Boat Tour Tickets

Northfield Inn, Suites
& Conference Center
One-night stay

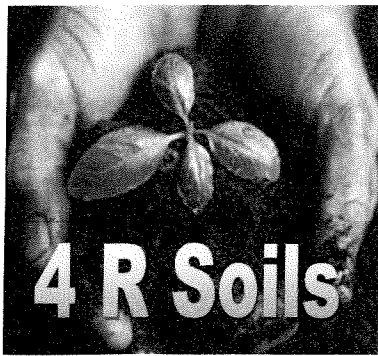
Sightseeing Passes



HOW TO DONATE

Contact Christina Branham for details on how to donate items ...
Christina.Branham@aiswcd.org or 217.744.3414

**SPONSORSHIPS STILL WELCOMED—
EXHIBIT HALL SPACE AVAILABLE**



69th AISWCD Annual Delegate Meeting

AGENDA

Tuesday, July 25, 2017

Grand Ballroom ... Northfield Inn Conference Center ... Springfield, IL

Call to order

Steve Stierwalt, President

Invocation

(Ask Board Member)

Pledge of Allegiance

Tom Beyers, Vice President

Roll Call

Van Bitner, Secretary

- *By member Districts*

Review and Approve Agenda

Steve Stierwalt, President

Introductions

Steve Stierwalt, President

1. Parliamentarian
2. AISWCD Officers
3. AISWCD Staff
4. Others

Allen Ritter

Review Voting Delegate Rules

Parliamentarian

Approve 2016 Annual Delegate

Steve Stierwalt, President

Meeting Minutes

Partners Reports

Steve Stierwalt, President

1. IDOA
2. NRCS
3. ISWCDEA
4. IEPA
5. IDNR
6. FSA

Reports are limited to 5 minutes

Officers & Staff Reports

1. President
2. Executive Director
3. NRCS Program Manager

Focus Area Committee Reports

1. Communications
2. Education
3. Executive
4. Financial Management
5. Forestry
6. Legislative
7. Planning
8. Urban Community & Conservation
9. NLRS Taskforce

Second Roll Call

Old Business

New Business

1. Strategic Plan

Resolutions

Parliamentarian – Review of Resolution Process

1. 2017-1 AISWCD Foundation
2. 2017-2 AISWCD NLRS
3. 2017-3 District Director & Employee Training
4. Any additional Resolutions to come before the Delegates

Financial Report

1. Membership Update – Dues
2. Audit Review
3. 2017 AISWCD Budget – status
4. Foundation Director Proposal
5. 2018 Proposed AISWCD and Foundation Budget

Various

Steve Stierwalt
Kelly Thompson
Sheryl Phillips

Steve Stierwalt, President

See Reports

Van Bitner, Secretary

Steve Stierwalt, President

Steve Stierwalt, President

Tom Beyers, Vice President

Dan Duval, Treasurer

Pehlman-Dold CPA

Election of Officers

Terry Davis, Nominating

- | | | |
|-------------------|---------------|------------------|
| 1. Vice President | One-year term | Committee |
| 2. Secretary | One-year term | |
| 3. Treasurer | One-year term | |

Area Vice-Presidents and Alternates Elections

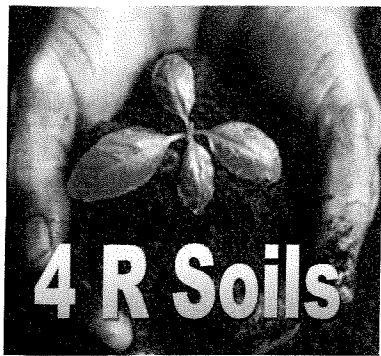
Up for re-election:

Area 1: Jerry Snodgrass, Area V.P.
Chuck Hanley, Area V.P. Alternate

Area 3: Kenny Hawthorne, Area V.P.
Curt Clapper, Area V.P. Alternate

Adjournment

Steve Stierwalt



37th Annual AISWCD Foundation Meeting AGENDA

Tuesday, July 25, 2017

Grand Ballroom ... Northfield Inn Conference Center ... Springfield, IL

Call to order

Steve Stierwalt, President

Roll Call

Van Bitner, Secretary

- *By member Districts*

Approval of 2016 Minutes

Steve Stierwalt, President

Old Business

Steve Stierwalt, President

New Business

Steve Stierwalt, President

1. Strategic Plan
2. Development

Adjournment

Steve Stierwalt, President

Preliminary Rules Governing 2017 AISWCD Annual Business and Foundation Meetings

Tuesday, July 25, 2016

1:00 pm to 4:00 pm

Northfield Inn Conference Center --- Springfield, Illinois

Grand Ballroom

1. SWCD Voting Delegates and Alternates will be seated at the front of the room by Councils and Areas. Each Member District will have two seats available in the delegate section, one for a delegate and one for an alternate delegate.
2. Any Delegate wishing to be recognized must present their District's sign and state their name.
3. Each District that has paid their AISWCD dues in full by Friday, July 14, 2017 is entitled to one vote on each item of business to come before the meeting.
4. Voting Delegates must be a District Director appointed by their district governing body.
5. Motions and Seconds will be accepted from only the voting delegates who are seated in the delegate section.
6. Votes will be counted from the delegates seating area only one for each district.
7. Any Delegate holding the floor may yield the floor to any person for technical information pertaining to the issue before the House.
8. Discussion on any issue will be accepted from the floor microphones only, with a maximum time allotment of two minutes.
9. Resolutions, which were submitted to the resolution Chairperson prior to the June Board Meeting and approved by their Council, will be brought before the Annual Meeting. Resolutions not submitted by the June Board Meeting may be brought before the voting delegates and must receive a 75% favorable response of voting delegates present in order to bring the resolution on the floor for discussion.
10. A time limit of five minutes (per speaker) will be imposed on any one resolution.

CONSTITUTION AND POLICIES OF THE ASSOCIATION OF ILLINOIS SOIL AND WATER CONSERVATION DISTRICTS

CONSTITUTION:

Section #1. Name.

This Association shall be known as the Association of Illinois Soil and Water Conservation Districts. The official abbreviation of its name shall be A.I.S.W.C.D.

Section #2. Purposes.

To Advance the conservation and orderly development, management, improvement, and multiple use of natural resources of the State of Illinois through serving Soil and Water Conservation Districts as the state Association of Illinois Soil and Water Conservation Districts by: Working toward achieving the maximum administrative and technical efficiency in the operating of Soil and Water Conservation Districts in the State, through facilitating an interchange of advice and experience among them, and through keeping the directors of all districts informed of the activities and experiences of other Districts.

Creating a Statewide awareness of the urgency of meeting the demands of a changing economy and population.

Convincing all who use or manage renewable natural resources that Illinois's future well-being depends on using each acre within its capabilities and treating each acre according to its needs.

Working impartially with private and public organizations and groups of all political affiliations, to prevent the conservation of natural resources from becoming a partisan political issue. To this end, the Association will function as an independent, non-profit, non-partisan organization.

Assisting Soil and Water Conservation Districts in the State in securing technical, financial, educational and scientific service from both public and private sources, that are required to enable Districts to achieve universal adoption of conservation methods on both private and public lands.

Encouraging and facilitating close and effective cooperation between the Soil and Water Conservation Districts of the state and all Federal, State and Local Public agencies, both rural and urban, and all private organizations, who are concerned in any manner in carrying out the national policy for the conservation and development of soil, water, and other renewable natural resources.

Seeking to gain full public understanding and support of the essential role of soil and water conservation in the protection and development of underground water, water quality and quantity in the State of Illinois.

Encouraging SWCD Directors to be advocates of the retention of prime farmland from unnecessary conversion to other uses.

Encouraging SWCD Directors to become involved in efforts to bring about effective reclamation of abandoned mined land and newly mined land.

Encourage SWCD Directors from adjoining Districts to work together in multi-county efforts, such as Resource, Conservation and Development, to help bring about economic development and social well being of Illinois citizens through the conservation and development of natural resources.

Section #3. Incorporation.

This Association was incorporated as a non-profit corporation under the laws of Illinois on the 9th of December, 1948, under the name of the Association of Illinois Soil Conservation Districts. Its corporate name was changed to the Association of Illinois Soil and Water Conservation Districts on the 1st of February, 1962.

POLICIES:

The basic policies of the Association are:

1. To insure the officers and directors of Soil and Water Conservation Districts, Councils of the Districts, and State Association Officers to the full acceptance of their responsibilities for leadership.
2. To strengthen the basic American principle that the function of government is to serve and not to dominate or control.
3. To seek public assistance for the application of proper land use and resource conservation measures which are in the public interest.
4. To provide Soil and Water Conservation Districts with facilities and suggestions for making their objectives and democratic methods known.
5. To seek effective support for Soil and Water Conservation Districts wherever it may be found, in government, industry, labor, commerce; in farm, civic, conservation and other organizations; among educators, the media, the clergy; and in all other segments of American society.
6. To supply reliable information concerning the purposes and activities of Soil and Water Conservation Districts, Councils, and the state Association to the press, radio, and television; to national and state legislators, local bodies, farm organizations, agricultural leaders, and all other responsible organizations and leaders concerned with these purposes and activities.
7. To assist all public agencies concerned with the conservation, development, improvement, management and multiple use of renewable natural resources, to render more effective service to the people of this state.
8. To encourage and assist Districts to assume and carry out appropriate local responsibilities under all existing federal and state authorities.
9. To expressively reject any and all partisan political affiliations, to intervene in any political campaigns on behalf of or in opposition to any candidate for elections to public office, National, State or Local.

10. To assist Districts to analyze and gain full public understanding of conservation needs; evaluate current programs and their effectiveness; and develop needed new programs.
11. To encourage districts to establish priorities for the use of technical and financial assistance priority areas.
12. To contribute in the event of the death of a Past President, current Executive Committee Member or current member of the Board of Directors, a Memorial gift of \$25.00 (twenty-five dollars) to the IFSWCD Endowment Fund.
13. To encourage each Council to be responsible for paying contest judging expenses according to their own policy of reimbursement.
14. To consider, as a common practice, asking the immediate past President to continue for one year as Councilman to NACD.
15. To cooperate with agencies and organizations that work with people on an equal basis without regards for race, religion, sex, or national origin. The Association encourages minorities and female participation on county SWCD Boards and committees.

Revised and Approved July 28, 1986

Revised January 13, 1989

**AISWCD Board of Directors Meeting
Meeting Minutes
March 3, 2016: Northfield Inn, Springfield, IL**

Present:

Myron Kirby, President
Tom Beyers, Vice President (Phone)
Kenny Vosholler, Treasurer
Van Bitner, Secretary
Jerry Snodgrass, Area 1 VP
David McCormick, Area 2 VP
Steve Stierwalt, Area 3 VP
Glen Bowers, Area 4 VP
Barb Klinger, LUC 1
Terry Bogner, LUC 2 (Phone)
Lee Bunting, LUC 3 (Phone)
Ross Adams, LUC 3
Larry Sterett, LUC 4
Dan Duval, LUC 5
Randy Molitoris, LUC 6
Joe Rothermel, LUC 7

Bruce Yingling, LUC 8
Jason Anderson, LUC 9
Daniel Doedtman, LUC 10
Steve Fulling, LUC 11 (Phone)
Don Beisiegel, LUC 12
Roger Johnson, LUC 13
Dale Shumaker, LUC 15
Gerard Fabrizio, LUC 16
Kelly Thompson, AISWCD
Gina Bean, AISWCD
Matt Hanauer, AISWCD
Marquitta Thomas, AISWCD
Spring Duffey, ISWCDEA
Thad Eshleman, ISWCDEA
Sondra Baker, Envirothon

Absent:

Terry Davis, LUC 4
Tom Anderson, LUC 14
Marie Bunting, Auxiliary President

Myron Kirby called the meeting to order at 1:25 pm. Van Bitner took roll.

Myron Kirby stated that there would be changes to the order of the agenda. After "Agency Partner Reports" all new business would be discussed and then they would continue with the rest of the partner reports.

A motion was made to approve the agenda as discussed.

1st= Roger Johnson 2nd= Glen Bowers Carried = All

Approve December 2015 minutes as printed.

1st= Roger Johnson 2nd= Don Beisiegel

Discussion:

Gerard Fabrizio asked that the following changes be made to the December 2015 minutes:

1. On page 34, last paragraph, Gerard Fabrizio would like it to read "Gerard Fabrizio motioned to add five employees and himself to the taskforce. A second was not asked for by Myron Kirby. Myron stated he would take it under advisement."

2. On page 34, under additional items, Gerard Fabrizio stated that the second paragraph under additional items, he wanted added that there was "no discussion on the motion" and that Myron Kirby had stepped away from his chair to be a voting member to table the motion.

****Note: Further research into the December 2015 minutes show that on page 35 that Myron Kirby did step away from his position to table the motion.***

The motion to approve the December 2015 minutes as discussed was approved by all.

AISWCD Board of Directors Meeting Minutes (Continued)

Partner Reports

IDOA: Steve Chard reported that the IDOA has the Soil and Water Conservation Districts in the budget at \$4 million, \$2 million being for operations and \$2 million being for cost-share. He stated that Warren Goetsch would discuss that further when he joined the meeting. Steve reported that the conservation cropping seminars had been successful and that they had 300 people in attendance. Locations are set for next year including Rockford, Jacksonville, and Carbondale.

New Business

North Central Region NACD Meeting (January 13, 2015) Update- Myron Kirby updated the board from his recent NACD North Central Region meeting. He let them know that the event had a lot of focus on pollinators. He stayed for the Indiana SWCD annual conference which he thought was very impressive.

State Funding Plan Update - /Chairman's Meeting Update—Myron Kirby reported on the detailed funding plan that would be voted on during the meeting. He stressed that it was a working document. He let the group know that after the front page of the plan had been premiered, he was no longer hearing the word consolidation.

Myron Kirby thanked the taskforces that helped develop the plan and stated that Steve Stierwalt had moved the group forward more in the last six months. Myron also reported that he and Kelly Thompson had met with Alec Messina, Policy Advisor for Environment and Energy, from the Governor's office before the Legislative Day event and the meeting was very positive.

Myron Kirby explained to the group that discussion could be had on the plan but they would be voting either yes or no to support the entire document and they would not be voting on the options individually that were listed in the document.

Discussion on the Plan:

Kenny Vosholler discussed the plan with the board.

Myron Kirby let the group know that the SWCDs have to have employees to survive.

Kelly Thompson explained to the group that the part concerning numbers of employees and IDOA, was referencing the fact that with other grants, you must ok employee numbers and salaries initially with the agency supplying the funds for the grant. Myron Kirby also gave an example that there are Districts who employ only one employee who is part time and they are receiving the entire allocation that all of the other Districts are receiving. This feature in the plan was for accountability.

There was concern from members of the board on this part of the plan.

Steve Chard from IDOA, spoke to let the board members know that IDOA does not see their relationship with Districts changing. He reinforced that for the 2017 budget, Districts are a line item under the Partners in Conservation Grant. Ross Adams had looked up Ag line items and pointed out that all other ag line items received what they had asked for or more except SWCDs. Gerard Fabrizio wanted it to be known that SWCDs want to be a line item in the 2017 budget. Jason Anderson asked if Districts could use funds allocated to them, with this plan, to pay for employee insurance through CMS. Myron Kirby confirmed letting him know that yes they could do that. Jason also asked what would happen if a District felt the funds were too low and it was not taken. Myron let him know that details would have to be worked out, but those funds could be put into the performance based funding pot of money.

Myron Kirby let the board know that it is ok for Districts to share employees, much like many are already doing.

AISWCD Board of Directors Meeting Minutes (Continued)

Joe Rothermel wanted to know who would control the 25% performance based funding money. Myron Kirby let him know that he could not answer that at this time, but pointed out that AISWCD has not administered those funds in the past.

The question was asked to Steve Chard if he had seen the plan and if IDOA was willing to do what was stated in the plan. Steve let him know that it was a proposal and that he could not endorse the plan but could say that a plan needs to make the SWCDs look different.

A motion was made to approve the funding plan as presented.

1st= Jerry Snodgrass 2nd= Randy Molitoris

Myron Kirby, let the Board of Directors know that a vote would be taken at the Directors table first and then votes on the phone would be heard. He stated that he would state the Directors name and at that time the Director would let it be known their position.

Name	Position on the Board	Vote
Tom Beyers (Phone)	Vice President	Yes
Kenny Vosholler	Treasurer	Yes
Jerry Snodgrass	Area 1 Vice President	Yes
David McCormick	Area 2 Vice President	No
Steve Stierwalt	Area 3 Vice President	Yes
Glen Bowers	Area 4 Vice President	Yes
Barb Klinger	LUC 1 Representative	Yes
Terry Bogner (Phone)	LUC 2 Representative	Yes
Ross Adams	LUC 3 Representative	No
Larry Sterett	LUC 4 Representative	No
Dan Duval	LUC 5 Representative	Yes
Randy Molitoris	LUC 6 Representative	Yes
Joe Rothermel	LUC 7 Representative	Yes
Bruce Yingling	LUC 8 Representative	No
Jason Anderson	LUC 9 Representative	Yes
Daniel Doedtmann	LUC 10 Representative	Yes
Don Beisiegel	LUC 12 Representative	Yes
Roger Johnson	LUC 13 Representative	Yes
Dale Shumaker	LUC 15 Representative	Yes
Gerard Fabrizio	LUC 16 Representative	No

At the time of the vote, Van Bitner and Steve Fulling were not present.

The vote was calculated by Gina Bean as 15 Yes votes and 5 No votes. Myron Kirby stated he had the same count and that the proposal would move forward.

Partner Reports Continued

ISWCDEA - Thad Eshleman started his report by letting the board know that ISWCDEA appreciated the time allowed at the Chairman's meeting for them to present their plan. Spring Duffey is working on training for employees. Thad also reported that they are planning sessions for Tuesday during summer conference and that he will discuss it further with Kelly Thompson and Gina Bean.

Envirothon - Sondra Baker gave a report that local competitions have already started taking place. This year's event will be April 27 and April 28 in Monticello, IL. The deadline for team and volunteer registrations is April 11th. The deadline for team release forms is April 15th. She is confident that she will

AISWCD Board of Directors Meeting Minutes (Continued)

raise enough funds for this year's event. Pheasants Forever are donating this year and plan to reach the \$5,000 sponsorship level in the future so their name will appear on the winning trophies. District sponsorships are lower this year but Sondra says that was expected with the current funding situation. The National competition will be held in Canada this year. If the winning team drives they will not need to purchase passports they can purchase a passbook which is much cheaper.

SWCD Insurance - Melissa Cauble reported that she currently has 88 members listed on the CMS coverage. She also reported that since last quarterly boards, nine resource conservationists have left their positions with SWCDs for other employment that offered health insurance. She talked with Alec Messina at the Legislative Day reception about the concern of having no technical staff by the end of the year.

Old Business

SWCD Dues Update - Gina Bean gave the dues update by stating that since the by-laws were changed in July to say that an active voting member shall be the Soil and Water Conservation Districts of Illinois, whose dues have been paid in full for the previous 365 days, the association is now only looking at the last invoice that was sent April 7, 2015. Districts that have not paid that invoice include Adams, Kankakee, Macon, and Pope/Hardin. After April 7, 2016, all Districts will be considered in good standing as long as no other operation funds are distributed that the Association can collect dues on.

Grants Update

A.604B - Matt Hanauer reported that the IUM Technical Review Committee is currently updating more than 10 standards, including five basin standards, a new rolled perimeter control standard, three streambank protection standards, and three tree protection standards. A request for proposal was also sent out to update the Temporary Sediment Trap standard. Standards for Sediment Forebays, Temporary Stream Crossings, and Erosion Control Blankets have been updated and approved by the IEPA. A long term planning meeting is planned for March 21st to discuss the future of the project through a new grant cycle, beginning in July 2016, and beyond. Matt Hanauer's position will be changing in the future to allow him to spend more time working with districts to create watershed groups and put together watershed plans. Several counties have already reached out and the Association will be willing to help as much as possible.

B.CREP - Gina Bean reported that all six positions are currently filled with Brooke Myres in Brown County being the latest hire. Her start date was February 16, 2016. Gina and Kelly had a meeting recently with IEPA and IDNR to discuss the current contracts and funding for the grant. IDNR and AISWCD have a signed contract for the grant but because the IDNR funds are from the state, AISWCD cannot bill them until the state budget has been passed.

At the current spending rate, using only IEPA funding, the grant will last until June. Starting April 1st, like many state agencies, CRSs will still turn in expense reports, but will not be reimbursed until the IDNR funds are released. If there is still not a state budget by June 1st, AISWCD will start furlough days for the CRSs beginning with one a week.

C.NRCS Agreement - Kelly Thompson updated the committee letting them know that she has emailed SWCDs that have been reporting zero on their Administrative Assistance reports. She will need to give that information to Angela Biggs. The new CRP agreement has started and will go till June with document turn in dates in April and June.

AISWCD Board of Directors Meeting Minutes (Continued)

Illinois Nutrient Loss Reduction Strategy Taskforce Update—Myron Kirby let the group know that Tom Beyers' report was in the handout folder. It states that SWCDs had hosted nearly 50 NLRS roadshows this winter.

Committee Reports

Executive

A motion was made for Ivan Dozier (NRCS) to be the 2016 Friend of Conservation.

1st= Roger Johnson 2nd= Glen Bowers Carried = All

Forestry - David McCormick reported that the committee had partner reports but no action items to discuss.

Illinois Rivers Coordinating Council – Steve Fulling gave his report from the phone. He talked to the board about how the Illinois State Lt. Governor made it a point to talk to him and speak highly of the AISWCD group that spoke on behalf of the SWCDs at her Peoria meeting. Gina Bean will email his full report to the board after Quarterly Boards.

Nominating Committee (All Four Executive Positions Up For Elections) - Terry Davis was not present for the report and had not sent in a report to discuss. This item will be moved to the June Quarterly Board meeting for discussion.

Focus Area Committee Reports

Communications - Steve Stierwalt reported that 50 Districts had hosted NLRS roadshows recently. They would like to see the Association produce a press release that can state this fact that all Districts could use to promote future roadshows. The committee feels that Legislators should be invited to the NLRS roadshows. The state office can start the process, but Districts need to then take it over.

Dan Doedtmann reported that during Legislative Day, receptionists told him to email Urban Legislators and to let them know who the SWCDs are.

Gerard Fabrizio asked President Kirby to allow Steve Stierwalt to present his Long Range Plan at this time. President Kirby allowed.

Steve Stierwalt has met with Carol Hays and Mike Baise who support SWCDs. They will look into securing funding for those that may work on a strategic plan for Districts. The strategic plan process could identify where SWCDs want to be in five years. A plan could then develop. Myron Kirby reported that Steve is moving forward on this item.

Education - Jerry Snodgrass reported that the committee reworded a couple of areas of the George McKibben Scholarship and the Teacher of the Year awards. Sponsors for the Teacher of the Year award are locked in for 2016. He encouraged Directors to reach out to teachers for this award.

Planning - Van Bitner reported that the biggest change to this year's conference is that instead of partner reports at Opening Ceremony they will only report at the annual meeting. The Opening Ceremony will consist of District spotlights.

AISWCD Board of Directors Meeting Minutes (Continued)

Legislative

A motion was made to name Jerry Costello as this year's Legislator of the Year.

1st= Roger Johnson 2nd= Don Beisegel Carried = All

Glen Bowers would like the group to consider Representative Charles Meier for this award in the upcoming years.

Kelly Thompson gave a report on Legislative day that there were 77 SWCD Employees, Directors, and partners present for the Legislative Day event. She also reported that there 12 Legislators that attended the reception. Gina Bean will send a complete report out the following week.

Gerard Fabrizio would like the association to look into holding the event in the morning next year.

Financials - Kenny Vosholler discussed items that had come up in the financial meeting.

A motion was made for the Board to decide how to report all income and expenses so that the Association as more transparency.

1st= Dan Duval 2nd= Jason Anderson Carried = All

A motion was made for AISWCD to continue to cover and invoice Districts for the general liability, property, inland marine, and workers compensation policy and look into billing Districts for invoice differences.

1st= Kenny Vosholler 2nd= Roger Johnson Carried= All

Accept Financials: 1st= Gerard Fabrizio 2nd= Dan Doedtman Carried= All

Urban Community & Conservation – Gerard Fabrizio reported that NRCS has begun a pilot project to reach urban producers. They are currently working in Lake and N. Cook counties and have had some success. The application process is similar to other NRCS conservation programs.

Area VP Reports

Area 1 - Jerry Snodgrass reported that he brought up questions from his area at the Executive committee meeting and those will be answered.

Area 2 - David McCormick thanked everyone for coming to the meeting and stated that everything from his area had been covered.

Area 3 - Steve Stierwalt reported that there was nothing new to report.

Area 4 - Glen Bowers reported that his area is concerned with funding.

Additional Items

Myron Kirby reported that the varmint rifle that was donated from the board brought in \$2500.00 at the NACD auction. He thanked everyone who donated.

Adjournment

The meeting was adjourned at 4:01pm.

1st= Barb Klinger 2nd= Van Bitner Carried = All

Minutes taken and transcribed by Gina Bean, AISWCD Administrative Coordinator.

**AISWCD Foundation Board Meeting
Meeting Minutes
March 3, 2016: Northfield Inn, Springfield, IL**

<p>Present: Myron Kirby, President Tom Beyers, Vice President (Phone) Kenny Vosholler, Treasurer Van Bitner, Secretary Jerry Snodgrass, Area 1 VP David McCormick, Area 2 VP Steve Stierwalt, Area 3 VP Glen Bowers, Area 4 VP Barb Klinger, LUC 1 Terry Bogner, LUC 2 (Phone) Lee Bunting, LUC 3 (Phone) Ross Adams, LUC 3 Larry Sterett, LUC 4 Dan Duval, LUC 5 Randy Molitoris, LUC 6</p> <p>Absent: Terry Davis, LUC 4 Tom Anderson, LUC 14 Marie Bunting, Auxiliary President</p>	<p>Joe Rothermel, LUC 7 Bruce Yingling, LUC 8 Jason Anderson, LUC 9 Daniel Doedtman, LUC 10 Don Beisiegel, LUC 12 Roger Johnson, LUC 13 Dale Shumaker, LUC 15 Gerard Fabrizio, LUC 16 Kelly Thompson, AISWCD Gina Bean, AISWCD Matt Hanauer, AISWCD Marquitta Thomas, AISWCD Spring Duffey, ISWCDEA Thad Eshleman, ISWCDEA Sondra Baker, Envirothon</p>
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Myron Kirby called the meeting to order at 1:16pm.

Approve Agenda: 1st= Don Beisiegel 2nd= Dan Doedtman Carried= All
Approve December 2015 Minutes: 1st= Roger Johnson 2nd= Don Beisiegel Carried= All

Old Business

Gina Bean reported that Lee Bunting had asked about the negative amounts in the foundation. She has talked to the auditors who have said that it was probably a wrong click and they will fix it when they come to do the audit.

New Business

Approve Foundation Financials: 1st=Dan Doedtman 2nd=Roger Johson Carried=All

Kenny Vosholler talked on the need for more interest for the George McKibben Scholarship. It was voted in the financial committee to give out a scholarship this year and to see if the CDs can be cashed in for the payment.

A motion was made to give out a George McKibben Scholarship in 2016.

1st= Don Beisiegel 2nd= Randy Molitoris Carried= All

Myron Kirby talked about how companies can donate money for conservation projects and since the foundation is a 501c3, companies can write those donations off on taxes.

The meeting adjourned at 1:24pm

1st= Larry Sterett 2nd= Van Bitner Carried = All

Minutes taken and transcribed by Gina Bean, AISWCD Administrative Coordinator.

**AISWCD Board of Directors Meeting
Meeting Minutes: June Quarterly Board
June 7, 2016 at 8:15 am
Northfield Inn, Springfield, IL**

Present:

Myron Kirby, President
Tom Beyers, Vice President (Phone)
Van Bitner, Secretary
Jerry Snodgrass, Area 1 VP
David McCormick, Area 2 VP
Steve Stierwalt, Area 3 VP
Glen Bowers, Area 4 VP
Barb Klinger, LUC 1
Terry Bogner, LUC 2
Lee Bunting, LUC 3
Terry Davis, LUC 4
Dan Duval, LUC 5
Randy Molitoris, LUC 6
Joe Rothermel, LUC 7
Bruce Yingling, LUC 8
Jason Anderson, LUC 9
Steve Fulling, LUC 11
Roger Johnson, LUC 13
Dale Shumaker, LUC 15
Gerard Fabrizius, LUC 16

Others Present:

Kelly Thompson, AISWCD
Gina Bean, AISWCD
Matt Hanauer, AISWCD
Marquitta Thomas, AISWCD
Marie Bunting, Auxiliary
Spring Duffey, ISWCDEA
Terina Coffey, ISWCDEA
Sondra Baker, Envirothon

Absent:

Kenny Vosholler, Treasurer
Lonnie Wilson, Past President
Daniel Doedtman, LUC 10
Don Beisiegel, LUC 12
Tom Anderson, LUC 14

The meeting was called to order at 8:26 am by AISWCD President Myron Kirby. Van Bitner took roll.

Approve Agenda:	1 st Glen Bowers	2 nd Steve Stierwalt	Motion Carried
Approve March 2016 Meeting Minutes:	1 st Jerry Snodgrass	2 nd Glen Bowers	Motion Carried

Partner Reports

Pehlman and Dold (Auditors) – Tim Cravens and Matt Hamstra were present to report. Tim reported that 2015 saw more grant revenue than previous years and because of this AISWCD must also have a Federal Audit. That will take place in the next couple of weeks. The financial portion of the audit he passed out will not change but they will be adding their opinion page after the Federal Audit is complete. Tim discussed the audit report page by page with the board. He let the board know that the Foundation is now tax exempt again.

A motion was made to approve the 2015 audit report.

1st David McCormick 2nd Barb Klinger Motion Carried

IDOA – Warren Goetsch reported that the legislative groups have continued to work even after the sessions had concluded. He is optimistic that something will happen with the state budget before the beginning of the new fiscal year. He encouraged SWCDs to continue to talk to their legislators. Session is scheduled for Wednesdays.

Steve Chard was also present and discussed amendments to obnoxious weeds, SB2160, and HB5900 which is the pollinator bill. He reported that the State Fair Foundation bill will be unsuccessful in legislature. One last item he reported on was the Great Lakes Basin and the farmland it will consume.

FSA – Rick Graden reported that they have been working on the Farm Storage Loan Program. Terry Davis asked if FSA can give more clarification with pollinator maintenance in the offices.

Lobbyist – Mike Hoffmann reported that the House had canceled their session that was to be held June 8, 2016. He has been contacted by the top budget people for the Speaker's staff. He discussed the stop

gap budget that has been talked about which has \$0 for 2016 and \$4 million for 2017 for SWCDs. He believes they contacted him due to the SWCDs contacting Legislators and the Governor's office and encouraged SWCDs to continue to call. He is currently watching the following Bills: SB2046, SB2038, SB6585, and SB2160.

Auxiliary – Marie Bunting thanked everyone for voting on the posters and the photos. The Auxiliary will be helping with the entertainment after the Farm Family Banquet. They will be having their country store and their programs include invasive species and herb planters.

ISWCDEA – Spring Duffey reported that the state budget is on the minds of employees. Morale is low and she asked for patience with employees during this trying time. ISWCDEA will not be having any Monday sessions during Summer Conference. They are hoping by only having sessions on Tuesday, if a Director is only coming for Annual Meeting, they can carpool together to save funds. They will be having their gun raffle again this year. Individuals can see a ISWCDEA board member if tickets are needed and they will not be attending the conference. You do not need to be present to win. ISWCDEA is working on a By-Law change that will be voted on this December. This By-Law change would have a Co-Chair step down from their position, but still be on their board, if the AISWCD president or vice president is from their District. ISWCDEA is recommending to Districts that they cooperate with the Prevailing Wage in case state funding is received. ISWCDEA Scholarship forms are due to Joe Bybee by June 30, 2016. They are currently watching SB2058 and looking to see what impact it has on employees.

Envirothon – Sondra Baker reported the winners that were listed in the packet. She also discussed the Profit and Loss QuickBooks report that was provided.

SWCD Insurance – Melissa Cauble discussed the handout that was included in the board member packets concerning the SWCD health insurance.

NACD – Kelly Thompson reported that NACD and NRCS are doing a new employee boot camp in Nebraska that lasts two and a half weeks. Kelly contacted three SWCD employees and none could attend due to the length of time. She will send information out IL ALL so employees can share the information with their directors. She can send two employees each for the months of July, August, and September.

IL LICA – Tom Beyers reported as IL LICA's President, that they have been involved in several RCPPs. They appreciate the assistance from SWCDs and NRCS.

Old Business

SWCD Dues – Gina Bean reported that all Districts are currently in good standing considering the Association has not recently asked for any dues. Myron Kirby reported that while the Association had not received any dues, the NRCS administrative fees they were collecting has helped them to continue to work.

Grant Updates

604B – Kelly Thompson reported that the current 604B grant will be ending in July. The next grant will pick up where this one ends and will be for \$110,000. Matt Hanauer has been busy with his working groups and stresses that if Districts need help with Watershed plans or groups to reach out to him.

CREP – Gina Bean and Kelly Thompson reported that the CRS positions had been terminated May 31, 2016 due to lack of state grant funds. Gina Bean let the Board know that Brian Rennecker had taken a position with Sangamon County SWCD as their new R.C.

NRCS – Kelly Thompson reported that Districts are currently finalizing their February through June CRP agreements. There is a new agreement for Administrative Assistance and CRP. Kelly is working with Angela Biggs to finalize all details between AISWCD and NRCS before those agreements go out to the Districts. This agreement will be a 75/25% split. She expects the month of July to be a paperwork month. Kelly will be meeting with LUCs in the upcoming months to discuss and explain all paperwork. NRCS has asked that Administrative Assistance funds be distributed based on the NRCS work load. There will be three levels: \$11,000 \$9,000 and \$7,000. Kelly is encouraging Districts to sign up for their own Districts. She also reported that AISWCD was asked by NRCS to hire a full time employee to handle the Administrative Assistance and the CRP contracts with the Districts. Terry Davis suggested that they use the Cloud system and have five SWCD employees from different locations in the state do the work.

The new CRP contract will be for \$1.8 million and will have a cap of \$30,000 for each district. This agreement will run from July through December 2016.

IL State Budget Update – Myron Kirby has been in contact with the Governor’s office concerning the suspension that SWCDs are currently still under.

Illinois Nutrient Loss Reduction Strategy – Tom Beyers thanked the districts that participated in roadshows. He is thinking it may be possible to have more roadshows in August.

New Business

Myron Kirby let the board know that Kelly Thompson and her family were still recovering from the tornado that had hit her home in March and that her and her husband were expecting another child later this year.

Committee Reports

A. Executive – Myron Kirby updated the Board letting them know that the office has run out of supplies for the SWCD ID badges they provide to districts.

A motion was made to spend up to \$500 for SWCD badges.

1st Lee Bunting 2nd Barb Klinger Motion Carried

Motion to approve the Executive Committee report:

1st Lee Bunting 2nd Steve Stierwalt Motion Carried

B. Forestry – David McCormick reported that the committee is working on getting new members. The Illinois Forestry Development Council is putting in a RCPP proposal.

A motion was made to approve the winner of this year’s Forestry Contribution Award winner as Ed Anderson.

1st David McCormick 2nd Randy Molitoris Motion Carried

Motion to approve the Forestry Committee report:

1st Glen Bowers 2nd Terry Davis Motion Carried

C. Illinois River Coordinating Council – Steve Fulling reported that there is a meeting later this week for the council.

Motion to approve the Illinois River Coordinating Council report:

1st Gerard Fabrizio 2nd Dan Duval Motion Carried

D. Nominating Committee – Terry Davis reported that the nominating committee will be nominating the following at this year’s Annual Meeting:

- President – Myron Kirby and Steve Stierwalt
- Vice president – Tom Beyers
- Secretary – Van Bitner
- Treasurer – Vacant

Kenny Vosholler is no longer on his SWCD board and cannot run for treasurer this year. Terry Davis asked Directors to be thinking about the treasurer position.

Motion to approve the Nominating Committee report:

1st Steve Stierwalt 2nd Bruce Yingling Motion Carried

Focus Area Committee Reports

A. Communications – Steve Stierwalt reported that the committee discussed strategic planning.

A motion was made to move forward with a strategic plan.

1st Dan Duval 2nd Gerard Fabrizio Motion Carried

The committee would like ideas for 319 and NREC grant ideas. These could focus on the NLRS and be local grants for Districts.

A motion was made to reapply for the 319 CREP Coordinator positions.

1st Steve Stierwalt 2nd Roger Johnson Motion Carried

A motion was made to start holding Executive Committee conference calls once a month.

1st Steve Stierwalt 2nd Jerry Snodgrass Motion Carried

There was discussion and an amendment was made to the original motion:

Monthly Executive Committee conference calls would not take place during months that a Quarterly Board or Annual Meeting does not take place. All AISWCD board members will have the opportunity to join the call if they wish.

1st Gerard Fabrizio 2nd Steve Stierwalt Motion Carried

Myron Kirby informed the group that the first monthly conference call would be in August.

Melissa Cauble spoke from the audience and suggested using Facebook as a tool to advertise programs. Kelly Thompson also stressed that all AISWCD board members need to be on the IL ALL email listing. She reported that the directions to be added are listed monthly in the Conservation Catchall or to call her or Gina Bean at the AISWCD office for directions.

Motion to approve the Communications Focus Area Committee report:

1st Terry Bogner 2nd Glen Bowers Motion Carried

B. Education – Jerry Snodgrass reported that a K-8 and 9-12 winner had been selected. He let the board know that letters would be sent to the winners before it would be announced. The George McKibben Scholarship had nominees that did not fit in the guidelines. The committee will be looking at the application closely to avoid this in the years to come. They did have a winner for this award that will also be announced once letters go out.

Sondra Baker reported that costs for the Envirothon camp continue to rise each year and the price for the teams has stayed the same. FFA teams do not stay the night at the camp or eat any of the meals.

A motion was made to raise state Envirothon registration fees for the LUC teams from \$150 to \$250.

1st Roger Johnson 2nd Steve Fulling Motion Carried

Motion to approve the Education Committee report:

1st Jerry Snodgrass 2nd Randy Molitoris Motion Carried

C. Planning – Van Bitner reported that the meeting planning for this year's Summer Conference is moving along.

2017 Meeting Dates/Locations

- March Quarterly Board will go along with Legislative Day and will be decided at a later time.
- June Quarterly Board – June 5-6, 2017
- September Executive Committee Call – September 1, 2017
- December Quarterly Board – December 11-12, 2017
- Summer Conference – July 24-25, 2017

A motion to approve the proposed 2017 meeting dates:

1st Van Bitner 2nd Gerard Fabrizio Motion Carried

Van Bitner reported that the Holiday Inn at Grand Prairie in Peoria has approached the office and put a bid in to host the 2017 Annual Meeting. The committee is taking this under consideration and will decide later this year where they will be having the 2017 Summer Conference due to state funding for Districts.

A motion to approve the Planning Committee report:

1st Dan Duval 2nd Roger Johnson Motion Carried

D. Legislative – Tom Beyers reported that the Farm Family award is still seeking official Governor sponsorship. The group has decided to stay with Boone’s Saloon for the 2017 Legislative Day reception. A motion was made to name Ivan Dozier as the 2016 Friend of Conservation.

1st Jason Anderson 2nd Randy Molitoris Motion Carried

Note: The Vice President was the head of the podium at this time and took the call to vote.

Resolutions

Tom Beyers reported that all resolutions will go before the voting delegates at the 2016 Annual Meeting unless an author withdraws their resolution. President Myron Kirby gave the podium to Vice President Tom Beyers to discuss and take votes on all resolutions.

Resolution 2016-1

Discussion included striking out “R.W. Troxell” since it ties the Association to only one agency.

A motion to support: 1st Roger Johnson 2nd Dan Duval Motion Carried

Resolution 2016-2

Discussion – This tax could generate \$160 million dollars. The SWCDs would share this tax revenue with a couple of other groups. This is not looking for a brand new tax and would dedicated funding to the groups it was supporting.

A motion to support: 1st Steve Fulling 2nd Terry Bogner Motion Carried

Resolution 2016-3

A motion to support: 1st Jerry Snodgrass 2nd Gerard Fabrizio Motion Carried

Resolution 2016-4

There was discussion on this resolution. Gerard Fabrizio spoke about employees not being allowed to attend the Chairman’s meeting in February. His LUC is stressing the “in the spirit of” wording in the resolution. Randy Molitoris expressed that the Legislature has caused many of the problems in the organization. Tom Beyers informed the board that the Executive Committee had a report from Jason Brokaw with Griffin, Winning, Cohen, and Bodewes, P.C. that discussed the OMA requests and let the board know that Jason did say that the Association can ask those Districts to retract their requests. Myron Kirby spoke about the Chairman Meeting and that the attorney’s response is that the Association is not a public body and is not OMA regulated. Jerry Snodgrass let the board know that the proposed resolution could jeopardize the Association’s lobbying efforts.

A motion to support: 1st Terry Davis 2nd Jerry Snodgrass Motion Was Not Carried

The AISWCD Board of Directors does not support Resolution 2016-4

Resolution 2016-5

Discussion – Melissa Cauble spoke from the audience and explained the reasoning behind the resolution.

A motion to support: 1st Gerard Fabrizio 2nd Jason Anderson Motion Was Not Carried

The AISWCD Board of Directors does not support Resolution 2016-5

Resolution 2016-6

Discussion – Tom Beyers confirmed that the new NRCS agreement is open to all districts since AISWCD is not currently collecting dues payments and all districts are in good standing. Districts need to be in good standing in order to participate in AISWCD programs.

A motion to support: 1st David McCormick 2nd Jason Anderson Motion Was Not Carried

The AISWCD Board of Directors does not support Resolution 2016-6

Resolution 2016-7

Discussion – Myron Kirby stated that he felt the resolution should not have included Kelly Thompson. She is their employee and answers to him and the Board. Kelly Thompson responded by saying she had not been informed by any of the Board of Directors that they had disapproved of the way she performs her job. Tom Beyers also spoke about the Board of Directors being a team and that this resolution speaks on each of them. He spoke of being in meetings with Myron and how Myron has always supported SWCDs and has fought for them. Gerard Fabrizio spoke in favor of the resolution. Glen Bowers spoke in support of Myron.

A motion to support: 1st Gerard Fabrizio 2nd Bruce Yingling Motion Was Not Carried

The AISWCD Board of Directors does not support Resolution 2016-7

By-Law Amendments

By-Law Amendment 2016-1

The first amendment was focused on the AISWCD dues structure. The Executive Committee had voted that the amendment needed to be looked at again and be rewritten after more research had been done.

A motion of support: 1st Lee Bunting 2nd Gerard Fabrizio Motion Was Not Carried
By-Law Amendment 2016-1 will not go before the Annual Meeting voting delegates.

By-Law Amendment 2016-2

The second by-law amendment that was discussed focused on organizations being affiliate members of the association and their voting rights. The Executive Committee voted to support this amendment but the Board of Directors felt there were too many variables and more thought and consideration needed to go into the wording.

A motion to support: 1st David McCormick 2nd Jerry Snodgrass Motion Was Not Carried
By-Law Amendment 2016-2 will not go before the Annual Meeting voting delegates.

A motion was made to approve the Legislative Committee report:

1st Steve Fulling 2nd Jason Anderson Motion Carried

E. Financials – Treasurer Kenny Vosholler could not attend the June Quarterly Board meeting, so President Myron Kirby sat in as Financial Chairman and reported to the board. Myron explained each page of the financial report handout.

A motion was made to accept the financials: 1st Roger Jonson 2nd Barb Klinger Motion Carried
A motion was made to accept the audit report: 1st Glen Bowers 2nd Barb Klinger Motion Carried

A motion was made to accept the Financial Committee report:

1st Jerry Snodgrass 2nd Roger Johnson Motion Carried

F. Urban Community and Conservation – Jerry Snodgrass reported that only himself, Matt Hanauer, and Renea Hildebrandt were present for the meeting. Renea has let them know that IDNR has a new website.

A motion was made to accept the Urban Community and Conservation Committee report:

1st Jerry Snodgrass 2nd Roger Johnson Motion Carried

Area VP Reports

Area 1 VP – Jerry Snodgrass reported that an employee had let him know that an article in Farm Week stated that Farm Bureau had obtained the tax reduction for the filter strips. SWCDs were not listed and they had started the reduction in 1996 and have always supported it. Jerry stated that they will be asking the employee if they would like to write a letter to the editor letting them know the SWCD role in the reduction.

Area 2 VP – David McCormick encouraged Directors to attend this year's summer conference.

Area 3 VP – Steve Stierwalt asked that all districts have at least one person on Client Gateway. He stressed that we need to support Ivan Dozier with sign ups. DCs can assist if it is needed.

Area 4 VP – Glen Bowers reported that his area has a concern with the state budget and lack of funds.

A motion was made to approve all Area VP reports.

1st Steve Fulling 2nd Barb Klinger Motion Carried

Attorney General OMA Requests

The three OMA requests that had been sent into the Attorney General's office were discussed.

A motion was made to send a letter, from the Association, signed by the President, to the three districts asking them to retract their requests to the Attorney General's office.

1st Terry Davis 2nd Roger Johnson Motion Carried

A motion to adjourn the meeting was made at 1:29 pm.

1st Steve Fulling 2nd Barb Klinger Motion carried

Minutes By: Gina Bean, AISWCD Administrative Coordinator

**Foundation Meeting
Meeting Minutes: June Quarterly Board
June 7, 2016 at 8:00 am
Northfield Inn, Springfield, IL**

<u>Present:</u>	
Myron Kirby, President	Joe Rothermel, LUC 7
Tom Beyers, Vice President (Phone)	Bruce Yingling, LUC 8
Van Bitner, Secretary	Steve Fulling, LUC 11
Jerry Snodgrass, Area 1 VP	Roger Johnson, LUC 13
David McCormick, Area 2 VP	Dale Shumaker, LUC 15
Steve Stierwalt, Area 3 VP	Kelly Thompson, AISWCD
Glen Bowers, Area 4 VP	Gina Bean, AISWCD
Barb Klinger, LUC 1	Matt Hanauer, AISWCD
Terry Bogner, LUC 2	Marquitta Thomas, AISWCD
Lee Bunting, LUC 3	Marie Bunting, Auxiliary
Terry Davis, LUC 4	Spring Duffey, ISWCDEA
Dan Duval, LUC 5	Terina Coffey, ISWCDEA
Randy Molitoris, LUC 6	Sondra Baker, Envirothon
 <u>Absent:</u>	
Kenny Vosholler, Treasurer	
Lonnie Wilson, Past President	
Jason Anderson, LUC 9	
Daniel Doedtman, LUC 10	
Don Beisiegel, LUC 12	
Tom Anderson, LUC 14	
Gerard Fabrizius, LUC 16	

The meeting was called to order at 8:03 am by AISWCD President Myron Kirby. Secretary, Van Bitner took roll.

Approve Agenda:	1 st David McCormick	2 nd Glen Bowers	Motion Carried
Approve March 2016 Meeting Minutes:	1 st Jerry Snodgrass	2 nd Lee Bunting	Motion Carried

Gina Bean explained the negative amounts that had previously been seen on the Foundation report were an error and that the auditors had removed them and corrected the mistake when they came to do the audit this year.

Jerry Snodgrass reported that a George McKibben winner had been selected out of three candidates. AISWCD will be notifying them and the letting the other two know they were not selected. After that has been done, the winner's name will be released.

Approve Foundation Financials:	1 st Lee Bunting	2 nd Roger Johnson	Motion Carried
Approve moving the Certificates of Deposit to an account that has a higher percent of interest.	1 st Roger Johnson	2 nd Dan Duval	Motion Carried

Motion to Adjourn at 8:10 am:	1 st Barb Klinger	2 nd Terry Davis	Motion Carried
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Minutes By: Gina Bean, AISWCD Administrative Coordinator

Association of Illinois Soil & Water Conservation Districts
36th Annual Foundation Meeting
Tuesday, July 26, 2016, 1:00 p.m.
Northfield Inn Conference Center
Springfield, Illinois

The meeting was called to order at 1:04 p.m. by AISWCD President, Myron Kirby.

Roll call was taken by AISWCD Secretary, Van Bitner of Member Districts. There were 69 Districts present so there was a quorum.

A motion to approve the minutes of the 35th Annual Foundation minutes was made by Stephenson County and seconded by Lee County. Motion carried.

A motion to approve the minutes of the Foundation's Quarterly Board Meetings minutes was made by Stephenson County and seconded by Lee County. Motion carried.

There was no old business.

There was no new business.

A motion to adjourn the meeting was made by Piatt County and seconded by Livingston County. Motion carried.

The 36th Annual Foundation Meeting adjourned at 1:12 p.m.

Minutes submitted by: Amy Ishmael
RC, Mason County SWCD

RC, Mason County SWCD

Association of Illinois Soil & Water Conservation Districts
68th Annual Business Meeting
Tuesday, July 26, 2016
1:00-4:55 p.m.
Northfield Inn Conference Center
Springfield, Illinois

The meeting was called to order at 1:13 p.m. by AISWCD President Myron Kirby. The Invocation was given by AISWCD Secretary Van Bitner and the attendees recited the Pledge of Allegiance led by AISWCD Vice President Tom Beyers.

Roll Call by Van Bitner

Present were the following counties for the 1st roll call: Bond, Brown, Calhoun, Carroll, Cass, Champaign, Christian, Clark, Clinton, Crawford, Cumberland, Dekalb, Dewitt, Douglas, Edgar, Effingham, Fayette, Ford, Franklin, Greene, Grundy, Hancock, Henderson, Henry, Iroquois, Jackson, Jasper, JoDaviess, Kane-Dupage, Knox, Lasalle, Lawrence, Lee, Livingston, Logan, Macoupin, Madison, Marion, Marshall-Putnam, Mason, McDonough, McHenry-Lake, Mercer, Montgomery, Morgan, Moultrie, North Cook, Peoria, Perry, Piatt, Pulaski-Alexander, Richland, Rock Island, St. Clair, Saline, Sangamon, Schuyler, Stark, Stephenson, Tazewell, Union, Vermillion, Warren, Washington, Wayne, White, Whiteside, Will-South Cook, Williamson, Winnebago, Woodford. Van Bitner reported there was a quorum present.

Agenda

A motion was made by Henderson County and seconded by Warren County to approve the Agenda. Motion carried.

Introductions

President Kirby introduced the Parliamentarian, Allen Ritter. He also introduced the AISWCD Officers: Vice-President Tom Beyers, Secretary-Treasurer Van Bitner. He also recognized Kenny Vosholler for his service as Treasurer prior to have to resign the position. He introduced the AISWCD office staff: Executive Director Kelly Thompson, Administrative Coordinator Kaila Long, Office Support Marquitta Thomas, Watershed Coordinator Matt Hanauer and Program Support Specialist Sheryl Phillips.

Approve District Voting Delegate Rules

A motion was made by Livingston County and seconded by Henderson County to approve the rules as read by Secretary Van Bitner (pg. 36 in the Delegate Packet). Motion carried.

Approval of 2015 Annual Meeting Minutes

A motion was made by Effingham County and seconded by Richland County to approve the 2015 Annual Meeting Minutes (pgs. 6-10 in the Delegate Packet) as presented. Motion carried.

Approval of 2015-2016 Board Meeting Minutes

Two corrections are needed in the June 7, 2016, minutes. Tom Beyers was present in person and Terry Davis was absent. A motion was made by Henderson County and seconded by Moultrie County to approve the minutes with the aforementioned corrections. Motion carried.

Audit Report

Matt Hamstra with Pehlman & Dold, PC gave the Audit Report (pgs. 31-35 in the Voting Delegate Pack). He went over the reports for the AISWCD and the AISWCD Foundation. He did state the final audit for the AISWCD is not finalized because the federal income threshold of \$750,000 was exceeded (NRCS Contribution Agreement funds) and additional time is needed to complete the additional forms. He did state that the final figures will not change.

President Kirby advised attendees that an exit audit is scheduled to be completed as soon as the auditors have the time available. This was audit was scheduled due to Gina Bean's resignation.

Partner Reports

IEPA Amy Walkenbach said that the new Director of IEPA, Alec Messina, is a supporter of SWCDs. She stated that the IEPA has established work groups for urban storm water issues. She said that they would like for SWCDs to hold fewer NLRS meetings in the future and to become more involved with watershed planning. She said the focus needs to be on BMP, the 4-R's, MRTN calculator and cover crops. IEPA will be having a watershed planning workshop in the fall in Effingham and more information will be distributed prior to the event. Nine SWCDs have received a 319 Grant and they all address nutrients.

NRCS Ivan Dozier gave a positive report about the state of NRCS. NRCS has more money than any other agency in the state for conservation work because they base their totals off acreage. They are making headway by seeking funding from sources in addition to state funding. While they used to get 15 million from the state and are now getting 9 million, they have other sources of revenue that bring their total income to 13 million. They still have more demands for conservation work than funding, but they hope that by continuing to pursue other means of funding they will be able to achieve more. NRCS has also reorganized to focus their vision and goals, not just to save money. They are also looking to put people out in the field, especially recent graduates, and are one person away from a compliance team. They have a new system of certified planners and agronomics job approval authorities. This system will require staff training and new employees. With this new vision, NRCS seeks to achieve their goals by Fiscal Year 2018.

ISWCDEA Spring Duffy and Thad Eshleman recognized all district employees and directors for their hard work and dedication. They also gave special recognition to all of the ISWCDEA board members.

Illinois Forestry Development Council Dave McCormick stated that they need more volunteers to attend their meetings and that they will have RCPP grant money available. Their office should be contacted if anybody is interested in applying for grant money.

AISWCD Auxillary No report was given other than Marie Bunting encouraged directors to bring their spouses to next year's meeting.

IDoA Warren Goetsch stated that he was pleased to see SWCDs included in the state's stop-gap budget at 2.2 million for operations and 2.8 million for PFC cost share. They are working with GOMB to see if any of the PFC funds can be shifted to operations. It is not known if the funds will be received quarterly or in a lump sum. He stated that SWCDs still need to explore options to reduce staff and/or administrative costs. He thanked SWCDs for their input and for hosting NLRS meetings. The Vegetative Filter Strip Acts has been extended to December 31, 2026. The Pollinator Protection Program is developing a plan to regulate the use of pesticides. A Proclamation was signed that allowed the Governor's Farm Family Award to continue for 2016, 2017 and 2018 and it can carry the governor's name.

NRCS Ivan Dozier offered his appreciation for receiving this year's Friend of Conservation Award. He stated that in recent years the central region had spent 10 million dollars on EQUIP contracts but that this year there was only 9 million spent. He stated that the central region has the highest CSP with 250,000-260,000 acres. He stated that the recent reorganization of NRCS was not about saving money but to get more technical people in the field. There are still 40 positions statewide to be filled. The state office is establishing a compliance team for HEL and Wetlands and they have one vacancy to fill before the team is fully filled. Beginning in FY18, certified planners will need agronomic certification. He stated that as training becomes available, SWCD personnel will be invited to attend so long as there are seats available.

Legislative Mike Hoffman stated that he had no new information to share. There will be no 2016 funds for SWCDs. He stated that the 5 million for 2017 probably won't chance and that it needs to be decided how the funds will be allocated. He stated that legislators probably will not be back in session until November.

IDNR No report was given.

Illinois Forestry Association Dave Gillespie gave a history of IFA. He stated that it was formed in 2005 and starting accepting members in 2006. There are currently 900 members statewide. He stated that we came very close to losing the Mason State Tree Nursery last year. The Mason State Tree Nursery now has prairie plants, forbs and pollinator species available. There are 4 million acres of forest land in Illinois and the IFA is working to get DNR funds to write forestry plans.

FSA Rick Graden stated that the 2014 Farm Bill reduced the number of acres for general CRP. August 1 is the deadline for ARC-PLC signatures and is also the deadline to make nominations for county committee. He stated that FSA is completely staffed up. FSA is developing a web-based program called "Bridges to Opportunity". They are building a database of all USDA agencies so that people can call FSA and get the agency name and number of who they need to call for any particular issue.

Illinois Forestry Development Council Bill Gradle reported that his agency applied and was approved for RCPP. There will be 2 million dollars available over a 5-year period and sign up

will begin in January 2017. There is still no information on the ranking and criteria for people with old hickory stands.

Illinois Fertilizer and Chemical Jean Payne reported that they have started a campaign entitled “Keep it for the Crops”. She stated that Illinois is an island surrounded by states that have been bombarded with regulations which makes it important that we do all we can to prevent these from being imposed here. They are working to provide 4-R certification for all fertilizer salespeople.

At 2:45 p.m. President Kirby called for a short break. The meeting resumed at 2:57 p.m.

Second Roll Call by Van Bitner

Present were the following counties for the 2nd roll call: Bond, Brown, Calhoun, Carroll, Cass, Champaign, Christian, Clark, Clinton, Crawford, Cumberland, Dekalb, Dewitt, Douglas, Edgar, Effingham, Fayette, Ford, Franklin, Greene, Grundy, Hancock, Henderson, Henry, Iroquois, Jackson, Jasper, JoDaviess, Kane-Dupage, Knox, Lasalle, Lawrence, Lee, Livingston, Logan, Macon, Macoupin, Madison, Marion, Marshall-Putnam, Mason, McDonough, McHenry-Lake, Mercer, Montgomery, Morgan, Moultrie, North Cook, Peoria, Perry, Piatt, Pulaski-Alexander, Richland, Rock Island, St. Clair, Saline, Sangamon, Schuyler, Stark, Stephenson, Tazewell, Union, Vermillion, Warren, Washington, Wayne, White, Whiteside, Will-South Cook, Williamson, Winnebago, Woodford. Van Bitner reported there was a quorum present.

Resolutions Vice-President Tom Beyers announced that the Resolutions are found on pages 50-62 in the Voting Delegate packet. Since everybody present had ample time to review the proposed resolutions ahead of time, Vice-President Beyers proposed to read only the “therefore portion” which was done for each of the following proposed resolutions.

- **AISWCD Resolution 2016-1 – AISWCD Insurance Package Policy.** Discussion: Vice-President Beyers recognized that in the June Quarterly Board Meeting, the authoring county stated it would like to amend the resolution by striking “*R. W. Troxell*” from the final paragraph. **A motion was made by Crawford County and seconded by Lawrence County to approve Resolution 2016-1 as amended. Vice-President Beyers asked for a show of cards to approve the resolution as amended. All cards voted “yes” and Resolution 2016-1 passed as amended.**
- **AISWCD Resolution 2016-2 - SWCD Dedicated Funding Source.** Discussion: Vice-President Beyers recognized DeKalb County who was stated they would like to amend the resolution by striking “*one-tenth of one percent*” from the final paragraph. **A motion was made by Piatt County and seconded by Henderson County to approve Resolution 2016-2 as submitted with no amendments. Vice President Beyers asked for a show of cards to approve the resolution. 54 “Yes” cards were shown and 16 “No” cards were shown and Resolution 2016-2 passed.**
- **AISWCD Resolution 2016-3, Resolution in Support of the Bond County SWCD.** Discussion: Vice-President Beyers recognized Bond County who requested to withdraw the resolution. **Resolution 2016-3 was withdrawn.**
- **AISWCD Resolution 2016-4 – Resolution to Include Transparency Within AISWCD Policies.** Discussion: Vice-President Beyers recognized Kane-Dupage County who stated this resolution was brought forth because SWCD employees were not allowed to attend

some meetings of the AISWCD. Vice-President Beyers recognized Will-South Cook County who stated that new leadership within the AISWCD is needed. Vice-President Beyers recognized Washington County who stated that this resolution is nebulous and not needed for SWCD's to function. **A motion was made by Kane-DuPage and seconded by Henderson County to approve Resolution 2016-4. Vice President Beyers asked for a show of cards to approve the resolution. 31 "Yes" cards were shown and 34 "No" cards were shown. The resolution failed.**

- AISWCD Resolution 2016-5 – Resolution to Update AISWCD Dues Formula to Exclude Employee Health Insurance. Discussion: Vice-President Beyers recognized Montgomery County who stated that if SWCDs are going to pay employees' health insurance premiums that it will have to come out of operations funding and they don't think that AISWCD dues should be calculated on amounts paid for health insurance. Vice-President Beyers recognized Melissa Cauble, SWCD Insurance Administrator, who clarified that in previous years, employees' health insurance premiums were deducted and placed in a special fund prior to operational funds being distributed to districts. Districts' AISWCD dues did not include insurance premium funds. Vice-President Beyers recognized Warren County stated that the AISWCD Board of Directors will set the dues for next year and that 3% has become the default amount since 2002. **A motion was made by Henderson County and seconded by Christian County to approve Resolution 2016-5. Vice President Beyers asked for a show of cards to approve the resolution. 24 "Yes" cards were shown and 43 "No" cards were shown. The resolution failed.**
- AISWCD Resolution 2016-6 – Resolution to Eliminate the Dues Requirements for Participation with Contribution Sub-Agreements. Discussion: Vice-President Beyers recognized Montgomery County who stated they would like to amend the resolution by striking "*as it presents a financial hardship on those districts who would have minimal gain from said agreement*" from the final paragraph. **A motion was made by LaSalle County and seconded by Dekalb County to approve Resolution 2016-6 as amended. Vice-President Beyers asked for a show of cards to approve the resolution as amended. 35 "Yes" cards were shown and 33 "No" cards were shown. The resolution passed.**
- AISWCD Resolution 2016-7 – No Confidence in the Current AISWCD President and Executive Director. Discussion: Vice-President Beyers recognized Iroquois County who stated that this resolution is not necessary and there is a voting process to be followed. Vice-President Beyers recognized Myron Kirby who stated that he found it difficult to not take this personally and that he, the other AISWCD Board of Directors and AISWCD Staff have all been working for the benefit of districts. Vice-President Beyers recognized Greene County who stated that this resolution was not a personal attack on anybody. Vice-President Beyers recognized Washington County who stated they support the AISWCD Board. Vice-President Beyers recognized Will-South Cook who stated that it was the SWCD employees that made inclusion in the "stop-gap" budget happen and not the AISWCD. Vice-President Beyers recognized Warren County who requested that the resolution be withdrawn. **A motion was made by Greene County and seconded by Will-South Cook County to approve Resolution 2016-7. Vice President Beyers asked for a show of cards to approve the resolution. 12 "Yes" cards were shown and 56 "No" cards were shown. The resolution failed.**

- AISWCD Resolution 2016-8. Discussion: Vice-President Beyers recognized Effingham County who requested to withdraw the resolution. **Resolution 2016-8 was withdrawn.**

OLD BUSINESS

Resolution/Policy Book. An updated copy was available at each table and there is no action to be taken this.

NEW BUSINESS

New Resolutions to Come Before the Voting Delegate Body. There were none.

NLRS Update. There have been over 50 meetings statewide this year.

NRCS Assistance and CRP Agreement. Reports and vouchers for NRCS Administrative Assistance are due on the 5th of the month. The workload tiers (high, medium, low) were determined by a map received from Illinois State Conservationist, Ivan Dozier. The AISWCD is still waiting on approval from the NRCS federal level prior to sending out the signed CRP Contribution Agreements.

State Budget Update. President Kirby stated we knew at last year's annual meeting that it was going to be bleak for districts. Last fall, AISWCD board members, SWCD directors and AISWCD staff met with the Lieutenant Governor's Office and got them to understand that soil and water conservation districts are not the same as drainage districts. He stated that districts are probably going to have tiered payments. Lawrence County was recognized from the floor and stated that when determining the tier structure, the number of PFC dollars spent should be considered and not just the number of PFC contracts.

Election of Officers. Terry Davis stated that there are two candidates for President and invited both to make a statement to the voting delegates. Steve Stierwalt stated that he does not want to cut the number of districts or the amount of money going to districts. He believes his strong relationship with Farm Bureau would be an asset. Myron Kirby stated that he has worked very hard for districts the past two years and feels like progress is finally being made but he would like the opportunity to finish what has been started. Ballots were handed to each voting delegate. Ballots were collected and counted. **By a majority of the vote, Steve Stierwalt was elected as President of the AISWCD.**

Tom Beyers was presented as candidate for Vice-President. Terry Davis asked three times if there were any nominations from the floor. None were made so he asked for a motion to elect Tom Beyers as Vice-President of the AISWCD. **A motion was made by Livingston County and seconded by Christian County to elect Tom Beyers as Vice-President. Motion carried.**

Van Bitner was presented as candidate for Secretary. Terry Davis asked three times if there were any nominations from the floor. None were made so he asked for a motion to elect Van Bitner as Secretary of the AISWCD. **A motion was made by Piatt County and seconded by Logan County to elect Van Bitner as Secretary. Motion carried.**

Dan Duval was presented as candidate for Treasurer. Terry Davis asked three times if there were any nominations from the floor. None were made so he asked for a motion to elect Dan Duval as Treasurer to the AISWCD. **A motion was made by Iroquois County and seconded by Peoria County to elect Dan Duval as Treasurer. Motion carried.**

Area Vice-Presidents and Alternates Elections. Vice-President Beyers stated that Area 2 and Area 4 need to select their Area Vice-President and Alternate. Additionally, with the election of Steve Stierwalt as AISWCD President, Area 3 also needs to select an Area Vice-President and Alternate. Results were as follows:

- Area 2: Area Vice-President, David McCormick – Alternate, John Winkleman
- Area 4: Area Vice President, Steve Fulling, Alternate, Greg Dickey
- Area 3: Area Vice-President, Kenny Hawthorn – Alternate, Curt Clapper

Confirmation A motion to confirm the elected AISWCD Board of Directors, Area Vice-Presidents and Area Alternates was made by Henderson County and Seconded by Montgomery County. Motion carried.

Officers Reports.

President Myron Kirby stated that he could be called upon at any time if his assistance is needed.

Vice-President Tom Beyers thanked everybody for their support.

Treasurer, no report.

Secretary Van Bitner thanked everybody for their support and congratulated Steve Stierwalt.

Executive Director Kelly Thompson, gave a brief year in review summary.

Comments from Focus Area Committee/Taskforce Chairpersons

Communications, Steve Stierwalt, no comment.

Education, Jerry Snodgrass, no comment.

Executive Committee, Myron Kirby, no comment.

Financial Management, no comment.

Forestry, David McCormick, no comment.

Legislative, Tom Beyers, thanks everybody for their attendance at Legislative Day in March.

Planning, Van Bitner, no comment.

Urban Community & Conservation, Jerry Snodgrass, no comment.

Nutrient Loss Reduction Strategy, no comment.

Financial Report

Membership Dues. Kelly Thompson, AISWCD Executive Director reported that all districts are in good standing.

Acceptance of 2015 Audit. The voting delegate from Will-South Cook expressed confusion about reading the audit. Kelly Thompson gave a brief explanation. **A motion was made by Piatt County and seconded by Henderson County to approve the 2015 audit. Motion carried.**

2017 Proposed AISWCD Budget. Kelly Thompson, AISWCD Executive Director pointed out that most of the information on the budget handout pertained to pass-through funds such as liability, Farm Progress Show, etc.

Adjournment

A motion to adjourn was made by Stevenson County and seconded Piatt County. Motion carried and the new President Steve Stierwalt adjourned the meeting at 4:55 p.m.

Minutes submitted by: Amy Ishmael, R.C., Mason County SWCD, and Kaila Long, A.C., AISWCD

**Foundation Meeting
Meeting Minutes: December Quarterly Board
December 13, 2016 at 8:15 am
Northfield Inn, Springfield, IL**

<p><u>Present:</u> Steve Stierwalt, President Tom Beyers, Vice President Van Bitner, Secretary Dan Duval, Treasurer Myron Kirby, Past President Jerry Snodgrass, Area 1 VP David McCormick, Area 2 VP Kenny Hawthorne, Area 3 VP Steve Fulling, Area 4 VP Paul Young, LUC 1 Terry Bogner, LUC 2 Lee Bunting, LUC 3 Terry Davis, LUC 4 Chuck Schafer, LUC 5 Randy Molitoris, LUC 6 Joe Rothermel, LUC 7 Bruce Yingling, LUC 8 Jason Anderson, LUC 9 Daniel Doedtman, LUC 10 Don Beisiegel, LUC 12</p>	<p>Roger Johnson, LUC 13 Dale Shumaker, LUC 15 Kelly Thompson, AISWCD Kaila Long, AISWCD Sheryl Phillips, AISWCD Matt Hanauer, AISWCD Marie Bunting, Auxiliary Judy Beyers, Auxiliary Sondra Baker, Envirothon Steve Chard, IDOA Rick Graden, FSA Carol Hays Vern Latwesen</p> <p><u>Absent:</u> Tom Anderson, LUC 14 Gerard Fabrizio, LUC 16 Spring Duffey, ISWCDEA Terina Coffey, ISWCDEA</p>
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The meeting was called to order at 8:33 am by AISWCD President Steve Stierwalt. Secretary, Van Bitner took roll.

Approve: This portion was skipped

Approve March 2016 Meeting Minutes: 1st Terry Davis 2nd Don Beisiegel Motion Carried

Steve Stierwalt explained that a financial advisor would be coming to talk at the meeting about investing a portion of the foundation account to get more interest for scholarships.

Old business

There was no old business.

New Business

Approve Foundation Financials: 1st Steve Fulling 2nd Dan Doedtman Motion Carried

Motion to suspend meeting at 8:37 am: 1st Terry Davis 2nd Steve Fulling Motion Carried

Steve Stierwalt called for an adjournment to the meeting since the financial advisor did not show up.

Motion to Adjourn at 11:48 am: 1st Steve Fulling 2nd Don Beisiegel Motion Carried

Minutes By: Kaila Long, AISWCD Administrative Coordinator

**AISWCD Board of Directors Meeting
Meeting Minutes: December Quarterly Board
December 13, 2016 at 8:30 am
Northfield Inn, Springfield, IL**

Present:

Steve Stierwalt, President
Tom Beyers, Vice President
Van Bitner, Secretary
Dan Duval, Treasurer
Myron Kirby, Past President
Jerry Snodgrass, Area 1 VP
David McCormick, Area 2 VP
Kenny Hawthorne, Area 3 VP
Steve Fulling, Area 4 VP
Paul Young, LUC 1
Terry Bogner, LUC 2
Lee Bunting, LUC 3
Terry Davis, LUC 4
Chuck Schafer, LUC 5
Randy Molitoris, LUC 6
Joe Rothermel, LUC 7
Bruce Yingling, LUC 8
Jason Anderson, LUC 9
Daniel Doedtman, LUC 10
Don Beisiegel, LUC 12

Roger Johnson, LUC 13
Dale Shumaker, LUC 15
Kelly Thompson, AISWCD
Kaila Long, AISWCD
Sheryl Phillips, AISWCD
Matt Hanauer, AISWCD
Marie Bunting, Auxiliary
Judy Beyers, Auxiliary
Sondra Baker, Envirothon
Steve Chard, IDOA
Rick Graden, FSA
Carol Hays
Vern Latwesen

Absent:

Tom Anderson, LUC 14
Gerard Fabrizius, LUC 16
Spring Duffey, ISWCDEA
Terina Coffey, ISWCDEA

The meeting was called to order at 8:37 am by AISWCD President Steve Stierwalt. Van Bitner took roll.

Approve Agenda: This portion was skipped.

Approve September 2016 Meeting Minutes: 1st Don Beisiegel 2nd Jason Anderson Motion Carried

Partner Reports

FSA – Rick Graden reported that the FSA has been working on the CRP program. Because of this program, \$1 billion dollars has been pumped into the IL economy. He stated that he appreciates all the SWCD employees have done, and that they were able to save the program. He then went on to mention the two options for CRP next year.

Opt 1-Enroll the paperwork now and wait until October 2017 for it to go through and go into effect even though there is no guarantee there will be acres.

Opt 2- Wait to enroll and go into a pool for acreage. This is risky because they may not get anything in the sweeping or the number of acres may not be enough.

He also mentioned that there are two new CRP Programs this year. One deals with forestry, and the other one is for water ways. Mr. Graden also stated that 2.5 million acres will expire in September 2017, and that 1.9 million of those are general sign up acres. He urged SWCDs to talk to farmers whose acreage will be expiring to ask them to reenroll now. He also mentioned that rental rates will be capped at \$300/ acre. Tom Beyers asked if there was any money in the bioreactors program, and Mr. Graden stated that he would leave a brochure with Mr. Beyers.

NRCS – Written report only.

IEPA – No report was given.

IFA – No report was given.

Auxiliary – Marie Bunting reported that eight ladies attended the Auxiliary meeting the day before, and that they had many wonderful ideas for the next summer conference. She also mentioned the summer

conference auction and the quilt raffle for the NACD Auxiliary and asked if anyone would like to purchase tickets for the raffle.

ISWCDEA- Sondra Baker reported that the ISWCDEA Winter Training was a great success. She mentioned that Jason Bleich's session on pollinators was the highlight of the training for many people. She also stated that they had an informative grant writing session and that Pheasants Forever was very gracious and provided a hospitality room for the training.

Envirothon – Sondra Baker reported that there have been many changes to Envirothon this year. She mentioned that IL Envirothon now has a new website where teachers and students can download study packets, view a calendar of events, find contact information for their local Envirothon coordinators, and view Envirothon social media links. She also mentioned that the new website highlights all of the wonderful sponsors for this event as well. Smithfield Foods is one of the new sponsors this year and they will be supporting the IL Envirothon as well as their local Envirothon. She also mentioned that this year's theme for Envirothon is "Current Agricultural Soil and Water Conservation". She has been working hard creating all of the study packets for Envirothon and almost has the Forestry packet complete. She stated that she will be meeting with Elizabeth Berns soon to work on the packet for Wildlife. Her goal is to have the packets done soon so that the students have four months to study.

SWCD Insurance – No report was given.

Executive Director – Kelly Thompson reported that she has been on maternity leave since early November and that both her and baby have been doing well. She also stated that she will be back in February, but that she will start transitioning back to work in January by coming in to the office occasionally. She mentioned that she talks to Kaila Long 3-4 times a week and that she answers a lot of Sheryl Phillips' emails.

Prairie Rivers Network – Carol Hays thanked the Board for inviting her to participate as a partner. She reported that she is getting to know many of the Board Members from the strategic planning meetings and that she has enjoyed learning about the some differences in the Districts. She stated that she is looking forward to the strategic planning process and learning more about the Districts in the next few months. She also mentioned that she will be our partner in this process, and that she will be working with us and with the consultant that we hire. With the grant she received to help us, she will be conducting a gap analysis of the Districts. She stated that we are all in this together and it is important to hear from everyone so that we can learn how to best support them.

Old Business

Grant Updates

604B – Matt Hanauer reported that the current 604B grant is at the halfway point. He reported Rick McAndless has been working on updating the standards for the IUM and that that of the four standards they need to update this year, they have finished one, and two are currently in review. This means they are ahead of schedule. Mr. Hanauer also mentioned that he has been working mainly on the watershed portion of this grant, and that he is offering his services to Districts that need assistance with IEPA and 319 applications. He also reported that another aspect of his job moving forward will be to secure funding for him and Sheryl Phillips, as the grant funding is being cut for the next contract year.

NRCS – Sheryl Phillips gave a report stating that the Districts have had a 1 ½-2 year partnership with NRCS so far. She mentioned that the NRCS contribution agreement is comprised of two parts-CRP and Administrative Assistance. As part of the agreement, all of the Districts are covered under that Administrative Assistance portion, but the CRP portion is voluntary. Districts that are not able to do their own Administrative Assistance work may offer that work to a neighboring District. The current agreement has a 75/25% split, and includes high, medium, and low workload Districts. In January there were 69 Districts participating in CRP, but as of June there are now 86 Districts participating. In June the agreement offered Districts up to \$30,000 per District. Recently, more money has become available and Districts are being offered an additional \$10,800 per District. She also reported that in this calendar year, \$2.586 Million has been obligated to the Districts as a part of this agreement. She stated that this agreement is not only beneficial to the Districts and NRCS, but that it is also beneficial to landowners. She

reported that she has not had confirmation about the funding for next year, but that Angela Biggs told her it looked promising during Winter Training.

IL State Budget Update/IDOA – Steve Chard reported that they have received many good plans on the cover crop initiative, and that they are using the Cornell soil testing tool to determine productivity. He also mentioned that in January they will be hosting cover crop seminars in the following cities: Rockford, Jacksonville, and Carbondale. He also reported that IDOA is noticing a huge surge in utility projects, like wind farms, and they are working with energy companies to help restore damaged farmland to usability. He reported that the IDOA has been having a lot of meetings with the companies that are building these wind farms. Some of the towers are now as tall as 500 feet, which is taller than they have ever been in the past. Mr. Chard also reported that all of the grant agreements have been turned in and approved by their Director and General Council. This has initiated the paperwork process with the Comptroller for vouchering which will eventually lead to getting the money into District accounts. He mentioned that Districts will not lose money the money if it is not in their accounts by the end of December. He did however; say that LUCs need to turn in their proposed spending plans as soon as possible. Once the Districts get the signed grant agreements back, they will have 30 days to get the plans submitted. He apologized for the time-consuming and frustrating nature of the GATA process. He stated that they would have preferred SWCDs avoid this since they are not seeking competitive grants, but the request was denied. He thanked the Districts for their hard work on this even though GOMB never supplied the IDOA with a template to hand out. He also mentioned that the IDOA has requested \$7.8 million for SWCDs in the 2018 budget.

IL NLRs Taskforce Update – Tom Beyers reported that there have been no official meetings since last summer, but many that Districts have been hosting cover crop meetings and seminars. He also mentioned that there will be a benchmark meeting this winter. He also stated that IL LICA has been involved with two 3rd party groups to install demonstration projects to display conservation practices. The first one was installed two years ago and it is now to the point where they can start collecting data from it. Mr. Beyers also said that the IL Corn Growers Association is working on a 160 acre tiled research farm. They have set up the farm in a way that will allow them to conduct farm scale tile trials and collect data on application and cropping methods. He stated that many groups are vying for research farms so they can collect their own data and be. According to Mr. Beyers, there is a need for cooperation, but a lack of it in practice among many of the groups. He is also hoping to install a bioreactor before the Farm Progress Show in August. Lee Bunting shared that he heard from Laura Lurkins at IL Farm Bureau that there is already a 10% reduction in nitrogen, but that the needle has not moved on the phosphorus. He stated that this shows that we are getting a lot done even under the financial strains. He mentioned that the main lakes to focus on are Lake Springfield, Lake Bloomington, Lake Decatur and Lake Vermilion. He shared that while we are not as bad as Des Moines or Ohio in the public eye, we are still a contributor to the Mississippi and a story could always break tomorrow. Terry Davis mentioned that he approached the EPA and asked them to consider offering the extension specialist loan money for farm tile. He stated that this would be a principle forgiveness loan and require testing and remaining in compliance. He share that the farmer would pay the interest, but that after a set period of time, the EPA would pay off the loan with federal dollars. Mr. Davis also stated that he will be writing a proposal to the EPA about this topic. He shared that this type of loan would require NPDES sampling and permits for compliance. Dan Doedtman mentioned that there is a lot of soluble phosphate in the water and that fertilizer companies need to stop pushing the new phosphates as much. Tom Beyers replied that the amount of soluble phosphate in water is only a small portion of what is in the water ways, and that it is from erosion because the phosphate binds with the soil.

New Business

Strategic Plan- Steve Stierwalt called for questions about the strategic planning candidates before the vote. He also mentioned that the taskforce and executive board both voted to recommend hiring Becky Doyle. Dan Doedtman asked if Becky Doyle would be designing a plan for the Districts or for AISWCD. Carol Hays chimed in that no matter who we hire, she will be conducting a gap analysis to assess the strengths and weaknesses of the different Districts. She stated that whoever we hire will be receiving the collected information on the gap analysis to use in the strategic plan. Dan Doedtman shared that he

like the bottom up approach and he would like the person we hire to create a plan that way, he also asked about the cost for each potential facilitation group. Jerry Snodgrass chimed in that in order for the plan to be successful, it needs to have both bottom up and top down components. The information must be first collected at the local level and then once we have the info, we can work in smaller groups to get things done quicker. Steve Stierwalt answered Mr. Doedtman's question and expressed his concern over the difference in cost between the two groups. Don Beisiegel asked if there was a way that we could get a grant to help with the cost, and Steve Stierwalt responded that we have already raised most of the money required to hire Becky Doyle, and that we are likely to get the rest of it soon. Terry Davis mentioned that while KEB was more focused on providing a unified strategy, Becky had a great view of District needs. Myron Kirby stated that he liked Becky Doyle mentioned funding for districts at the top of her list. Dan Doedtman asked if President Stierwalt could send out an email or letter explaining the planning process and President Stierwalt replied that he would send out a podcast. Terry Bogner requested that Carol Hays also help with the podcast. Steve Stierwalt also mentioned that Kaila Long will start a list of anyone who is interested in being on the new Strategic Planning taskforce.

A motion was made to hire Becky Doyle as the facilitator for the Strategic Plan.

1st Jerry Snodgrass 2nd Steve Fulling Motion Carried (Unanimous)

NACD- Tom Beyers reported that Steve Stierwalt has inherited the role Vice President of the North Central chapter of the NACD from Myron Kirby. He also mentioned that Steve Stierwalt got the NACD scholarship for the annual meeting. Mr. Beyers mentioned that we have donated guns in the past, and that they were difficult to ship. He recommended looking into a different auction item this year if we decide to donate one. He stated that we do not have to donate an auction item this year if we decide that would be best, and that they understand the challenges our state is facing. Jason Anderson suggested looking into donating a three day guided hunting weekend. Jerry Snodgrass stated that he liked the idea of a hunting package. He shared that John Pike offers goose hunts.

A motion was made to take a collection to fund the NACD auction item.

1st- Roger Johnson 2nd Lee Bunting Motion Carried (Unanimous)

Tom Beyers also mentioned that Tim Palmer is running against Dick Wence for Vice President of NACD, and that he would like to support Tim Palmer. Steve Stierwalt called for a motion to appoint Tom Beyers as the AISWCD delegate.

A motion was made for the AISWCD representative to vote for Tim Palmer at the NACD election.

1st- Myron Kirby 2nd- Jerry Snodgrass Motion Carried (Unanimous)

A motion was made entertain Tom Beyers as the AISWCD delegate to vote in said election.

1st Lee Bunting 2nd Jason Anderson Motion Carried (Dan Doedtman did not vote as he was collecting donations for the NACD auction item)

OMA Determination- A written report was provided to the group.

Area VP Reports

Area 1 VP – Jerry Snodgrass reported that his area was most concerned about funding. He also reported that he has attended most of the LUC meetings in his area and they would like to know if they can move the watershed money around.

Area 2 VP – David McCormick stated that seeking funding is the number one priority.

Area 3 VP – Kenny Hawthorne stated that he has been unable to attend any LUC meetings. He also requested that Kaila Long provide him with a list of phone numbers for his area contacts.

Area 4 VP – Steve Fulling reported that he has been emailing his District contacts but not heard back from them. He also reported that he would like to form an NLRS committee that could help us network with partners so we can get a head of this before we are left behind. He stated that even though we have elected a new president in this country, he does not think this issue will go away.

A motion was made to try out an NLRS sub-committee under the Communications FAC for one year.

1st Steve Fulling 2nd Terry Bogner Motion Carried

Committee Reports

A. Executive –Steve Stierwalt gave an update on AISWCD Resolution 2016-2 progress - the proposed 1/10 of 1% statewide sales tax as a dedicated funding source for SWCDs. He feels it is a long shot, but if there is an Illinois state budget is passed, they will push the sales tax proposal. The proposal will not be appropriate if no budget resolution is reached.

B. Forestry –David McCormick handed out the notes from the June 2016 Forestry Committee meeting. Primary concerns are State is budget constraints and invasive species. They are attempting to bring in more partners and participation to the committee to help future planning. The 2017 Forestry Contribution Award was also discussed.

C. Illinois Rivers –Steve Fulling reported that Board members have been attending these meetings which are held every three months. He also shared that the Lt. Governor is interested in the program.

Focus Area Committee Reports

A. Education –Jerry Snodgrass discussed the NRCS proposed training at Summer Conference. The Nutrient Management workshop would be free to SWCD employees. There will be spaces for 25-30 employees. A brief Envirothon report was also presented.

The committee also discussed:

- Teacher of the Year award-The IDNR gives a \$250 award for Teacher of the Year.
- George McKibben Scholarship – discussion of whether to offer this scholarship in 2017. Concerns over scholarship criteria. Current wording indicates that only juniors or seniors in college may apply, thus seniors in high school are not eligible. Look into correcting this wording and finding the intent of the George McKibben family regarding scholarship recipients. Concerns over funding available in 2017 budget for George McKibben scholarship. It appears budget is available.

A motion was made to approve the 2017 George McKibben Scholarship:

1st Randy Molitoris 2nd Dan Doedtman Motion Carried

B. Planning –Van Bitner discussed the following AISWCD Annual Meeting and Summer Conference ideas and themes:

- Poster theme – “Healthy Soils are Full of Live”
- Conference Theme – “4 R Soils”

A motion was made to approve the themes for 2017 Annual Meeting and Summer Conference.

1st Van Bitner 2nd Steve Fulling Motion Carried

The Committee also discussed the NRCS proposed Nutrient Management training at Summer Conference. AISWCD will look into using the IDOA training budget to help defer SWCD employee costs to attend the training.

A motion was made to approve and support the NRCS Nutrient Management training for SWCD staff at the 2017 Summer Conference.

1st Van Bitner 2nd Jason Anderson Motion Carried

C. Legislative – Tom Beyers reported the AISWCD Lobbyist was unable to attend the meeting, but that he submitted a written report. That report states that the Illinois legislature is meeting regularly to discuss the budget but it is still at an impasse. The committee also discussed the AISWCD Resolution 2016-6 to eliminate dues for the NRCS Contribution Agreement that is now in effect.

Legislative Day was also discussed. The committee proposed spending half of the day at the Capitol and the evening half of the day at Boone's Saloon, the same venue as last year. The committee suggests that along with the AISWCD general invitations, Districts send personalized invitations to their legislators to get more attendance. AISWCD will select a date for Legislative Day that will get maximum impact and coordinate with the March Board Meetings.

A motion was made to hold Legislative Day on a date TBD in March with same schedule and venue as last year:

1st Tom Beyers 2nd Rodger Johnson Motion Carried

D. Urban Community and Conservation – Jerry Snodgrass reported the NRCS partner discussion on EQIP in urban and smaller towns. He stated that SWCDs are encouraged to promote urban EQIP, and that money is available. He also gave the example of the High Tunnels in Chicago area.

E. Communications – Jason Anderson reported that the committee discussed the Weekly Wonders. Everyone enjoys the Weekly Wonders, but not everyone is on that mailing list. He also mentioned that they had an action item to remind partners about our mailing list, so that they can get our Weekly Wonders as well. Steve Stierwalt mentioned we can create a separate mailing list for our partners because they do not need to see everything we send out via IL ALL. Dan Doedtman chimed in about a letter he wrote that he would like us to send to our partners and legislators whether by mail, email, or podcast. He then proceeded to read the letter aloud to the group. Tom Beyers replied that he really liked the letter and that we need to put our brand on it.

F. Financials – Treasurer Dan Duval reported that \$477 was raised by the Board of Directors for the NACD Meeting auction item. He also explained that a new format for the Budget reports and projections is being used, and that the dues paid by SWCDs are the primary unknown factor. He presented the budget in two scenarios: 100% dues collection from SWCDs, and 60% dues collection rate. He stated that if 100% of dues are collected, the AISWCD will have enough funds to operate. However, if 60% - or less – is collected then there will be a shortfall.

A motion was made to approve proposed 2017 AISWCD budget.

1st Lee Bunting 2nd Myron Kirby Motion Carried

A motion was made at 11:50 am to enter a closed session to discuss salaries.

1st Roger Johnson 2nd Dan Duval Motion carried

A motion to adjourn the meeting was made at 12:09 pm.

1st Paul Young 2nd Terry Davis Motion carried

Minutes By: Kaila Long, and Sheryl Phillips, both AISWCD

AISWCD Resolution 2017-1

AISWCD Foundation

Whereas, the current AISWCD Foundation exists, but does not have a set direction.

Therefore, the Land Use Council 3 proposes that the AISWCD review the current structure and purpose of the AISWCD Foundation in order to revitalize the Foundation's purpose and intent.

Approved by: LUC 3 Meeting on May 25, 2017

Approved by: AISWCD Board – June 6, 2017

AISWCD Resolution 2017-2

AISWCD NLRs

Whereas, water quality is of great concern to Illinois citizens.

Whereas, the Nutrient Loss Reduction Strategy (NLRs) implementation is of great importance.

Whereas, the Soil and Water Conservation Districts focus on conservation best management practices that will address water quality concerns and implementation of the NLRs.

Therefore, be it resolved, the AISWCD will put a priority on water quality with an emphasis on such things as the NLRs (Nutrient Loss Reduction Strategy). Once water quality is policy, all Soil and Water Conservation Districts of Illinois will be able to implement NLRs and other water quality initiatives within their own boundaries, well knowing the priorities that lie within each of their unique and individual districts, with direct support from AISWCD. This support could provide a conduit connecting districts with potential partners, assist in the organization of training for Nutrient Management Plans, Urban Outreach and recognition of how urban life has a direct effect on NLRs.

Approved by: Crawford SWCD Board on May 1, 2017

Approved by: AISWCD Board – June 6, 2017

AISWCD Resolution 2017-3

District Director and Employee Training

Whereas: District Forums have generally expressed a need for additional District Director and Employee training.

Whereas: The Department of Agriculture no longer has the resources to provide newly elected Directors or new Employee training as in the past.

Whereas: The State of Illinois Budget complications have caused Districts to make numerous changes in District Budgets, District Administration, District Operations all occurring while there have been numerous changes in State and Federal regulations.

Whereas: The Association of Illinois Soil and Water Conservation Districts (AISWCD) has constantly provided District Director Training as part of the Annual Convention Agenda. This Training has been excellent basic training. This training has been available for all Directors but has been attended by a minimum number of Directors. The Association has not implemented a program to recognize those Directors who have completed the training.

Therefore be it Resolved: That the AISWCD develop an enhanced District Director and new Employee Training Program with appropriate amount of time allotted for training and a recognition and achievement program.

Approved by: Wayne SWCD Board on May 15, 2017

Approved by: AISWCD Board – June 6, 2017

Friendly Amendment Approved by: Wayne SWCD Board on June 20, 2017

By-Laws of the
Association of Illinois Soil and Water
Conservation Districts

ARTICLE #1

Authority - Purpose - Power - Place of Business - Membership - Dues

Section #1: Authority. The final authority in the direction and control of the affairs of this Association shall rest in the membership. All Illinois Soil and Water Conservation Districts are eligible to be members of this organization.

Section #2: Purposes. The purposes of the Association are stated in the constitution and policies of the Association of Illinois Soil and Water Conservation Districts, including to advance the conservation and orderly development, management, improvement, and multiple use of natural resources of the State of Illinois through serving Soil and Water Conservation Districts.

In accordance with Internal Revenue Code (hereinafter I.R.C.) 501(c) (4), the Association is not organized for profit, but operated exclusively for the promotion of social welfare and the net earnings of which are devoted exclusively to charitable, educational or recreational purposes.

No part of the net earnings of the Association shall inure to the benefit of, or be distributable to its members, directors, officers, employees, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.

Income for each taxable year will be distributed at such time and in such manner as not to subject the Association to tax under I.R.C. 4942, and the Association shall not engage in any act of self-dealing as defined in I.R.C. 4941 (d), or retain any excess business holdings as defined in I.R.C. 4943 (c), or make any investments in such manner as to subject the Association to tax under I.R.C. 4944 and make any taxable expenditures defined in I.R.C. 4945 (d).

Upon dissolution and in accordance with Article 6, Section 2 below, any assets remaining after all expenses and obligations are fully satisfied, shall be distributed evenly to the eligible member Soil and Water Conservation Districts formed under 70 ILCS 405/1 in good standing at time of dissolution.

Section #3: Power. The State Association shall have power to employ such personnel and to acquire and own such equipment as may be necessary for carrying out the objectives of the Association. The Association shall represent the Soil and Water Conservation Districts in the State of Illinois. The Association Board shall elect a board member and alternate to the National Association of Conservation Districts. The NACD Board member and Alternate shall be an elected director from a District in good standing. The Association shall have the power to enter into agreement with interested groups and agencies as may be necessary to carry out the purpose and objectives of the organization.

Section #4: Offices. The Association shall have and continuously maintain in this State a registered office and a registered agent whose office is identical with such registered office, and shall have other offices within or without the State of Illinois as the Board of Directors may from time to time determine.

Section #5: Membership. The membership of the Association shall consist of two (2) classifications.

A. Active Voting Members: Shall be the Soil and Water Conservation Districts of Illinois, whose dues have been paid in full for the previous 365 days (subject to Article 1 Section 6, B) which qualifies them to be a district in good standing. Each shall be represented by one delegate and one alternate current director appointed by the District governing body. Each District shall have one vote. A district in good standing shall have privileges of being represented by the Association and directors able to hold office, vote in Association matters, and participate in Association programs.

B. Affiliate Members: Affiliate Members of the Association shall consist of any individual, company, corporation or agency interested in supporting, financially or through active participation, the conservation, improvement, management, and multiple use of the natural resources of the State of Illinois.

Section #6: Dues. The dues of the Association shall be paid in full annually by January 1.

A. Active Voting Member: Shall be the Soil and Water Conservation Districts of Illinois, whose dues have been paid in full within 45 days after receipt of invoice.

B. Dues Deadline Variance: The dues payment deadline may be extended by the President with concurrence of the Executive Committee for a named, definite period of time due to extenuating circumstances.

ARTICLE #2

Delegate Meetings - Voting Privileges - Qualifications - Quorum

Section #1: Annual Meeting. The Annual Meeting of the members of the Association shall be held at such time and place as may be designated by the Board of Directors of the Association. The Secretary shall send or have sent written notice to all members at least 30 days prior to the date set. Notice shall state time and place and shall include notice of special business that is to be presented over and above the ordinary or regular business.

Section #2: Special Meetings. Special meetings may be called at any time by the President or a majority of the Board of Directors or upon written request of one-third of the active voting members of this Association. Notice of special meetings and shall be given to all board members and shall provide sufficient time to allow for any necessary preparation and travel to attend the meeting. No business may be transacted at a special meeting other than that stated in the call. Such special meetings may take place in person or, at the discretion of the president or of the majority of the board, by conference call.

Section #3: Voting Privileges. Voting privileges of this Association shall be vested in delegates qualifying under the classification of Active Voting Members as outlined in Article #1, Section 5, A.

Section #4: Qualifications. The qualification for voting delegates shall be that they must be District Directors appointed by a District Governing Body.

Section #5: Quorum. A majority of the Active Voting Delegates shall constitute a quorum for the transaction of business at any regular or special meeting of the members. In the absence of a legal quorum, those present may conduct the business of the Association, with all actions so taken being subject to approval by the delegate body at a time when a quorum is declared.

Section #6: Resolutions. Resolutions to be brought before the Annual Meeting must be sent to the Resolutions Chairperson (see Article 5, Section 2 c), before the June Board Meeting prior to the Annual Meeting. Resolutions brought to the Resolution Chairperson before the June Board Meeting must receive a simple majority for passage. Resolutions not submitted to the Resolution Chairperson before the June Board Meeting must be brought before the voting delegates and receive a seventy-five percent (75%) favorable response of voting delegates present in order to bring the resolution to the floor for discussion. Following discussion these Resolutions must receive a simple majority for passage. Resolutions can be initiated by any District in good standing, Association committees, Association Board of Directors, and Councils in good standing. Councils with a majority of their Districts as active voting members shall be considered as in good standing.

Resolutions passed by the voting delegates at the annual meeting will be added to the AISWCD Resolution Book for use by the AISWCD Employees, Officers and members to further the efforts of Conservation by the AISWCD.

Section #7: Amendments of By-Laws. By-laws may be amended, repealed or altered at the Association Annual Meeting by a two-thirds (2/3) vote of the eligible districts present. At least thirty (30) days prior to the Annual Meeting, notice of the proposed amendment(s) shall be given to the membership. Amendments become effective immediately upon passage. Resolutions that deal with by-law changes shall include the Article and Section amended, repealed or altered by the resolution.

ARTICLE #3

Board of Directors - Officers - Executive Committee Organization Units - Personnel

Section # 1: Board of Directors. The business, property and affairs of this Association shall be controlled by a Board of Directors composed of a Director or Alternate Director from each Council hereinafter known as Association Director or Alternate Association Director and the Executive Committee. The Association Directors or Alternate Association Directors, Vice President, Secretary, Treasurer, and Area Vice Presidents shall have voting rights, with the President only voting to break a tie. The immediate past president of the AISWCD if currently serving as a duly elected member of a governing body of an Illinois Soil and Water Conservation District in good standing, NACD Board member and Alternate, NACD Officer and President of the Auxiliary and Co-Chairs of the Illinois Soil and Water Conservation District Employees Association

elected by their body serve with voice participation but without voting rights on both the Board of Directors and the Executive Committee (Article 3, Section 1, C).

A. Qualification for Board of Directors: They must be duly elected and currently serving as members of a governing body of an Illinois Soil and Water Conservation District in good standing. Directors of the Association shall be confirmed at the Annual Meeting. Alternate Directors shall qualify and be elected in the same manner as Directors, and shall serve only in the case of inability of the duly elected Director. The President of the Auxiliary and Co-Chairs of the Illinois Soil and Water Conservation District Employees Association from a district in good standing shall be the only members not duly elected by an Illinois Soil and Water Conservation District.

B. Qualification for Association Directors: Association Directors and Alternate Association Directors shall be elected by members of each respective Council prior to the Annual Meeting and their names and addresses shall be reported by the Council to the secretary of the Association two (2) weeks prior to the Annual Meeting.

C. Executive Committee: The Executive Committee shall consist of the President, Vice President, Secretary, Treasurer, four (4) Area Vice Presidents, immediate past president of the AISWCD if currently serving as a duly elected member of a governing body of an Illinois Soil and Water Conservation District in good standing, NACD Board member and Alternate, NACD Officer (when applicable), and President of the Auxiliary and Co-Chairs of the Illinois Soil and Water Conservation District Employees Association. Executive Committee meetings may be called at any time by the President or by a majority of the Executive Committee members.

Section #2: Officers of the Association. The officers of this Association shall be President, Vice President, Secretary, and Treasurer. The officers of the Association shall be elected by the membership.

Section #3: Organization Units. The organization of the Association shall be composed of Soil and Water Conservation Districts in Illinois, and separate corporate bodies incorporated under an Enabling Act of the laws of the State of Illinois.

A. For the purpose of providing representation on the Association's Board of Directors, Districts are grouped into sixteen (16) Councils with one representative from each Council elected to the Board of Directors (Article 7, Section 1).

B. For the Purpose of coordinating the work of the Officers of the Association, the State shall be divided into four (4) Areas. An Area Vice President and an Alternate shall be nominated and elected by the active voting membership of each Area, and confirmed by the active voting membership of the Association at the Annual Meeting (Article 7, Section 2).

Section #4: Personnel of the Association. Personnel of the Association shall consist of such personnel as needed to carry out the duties and goals of the Association.

A. Executive Director: The Executive Committee of the Association may employ an Executive Director to serve under the direction of the President of the Association with concurrence of the Board of Directors.

B. Association Staff: The Executive Committee and Executive Director may employ staff as needed to accomplish goals and objectives of the Association.

ARTICLE #4

Eligibility - Term of Office - Compensation - Duties

Section #1: Eligibility.

A. Eligibility for Officers: In order to become eligible for nomination and election to the Board of Directors, Officers or Executive Committee of this Association, a candidate must be a duly elected member of the governing body of a local Soil and Water Conservation District in good standing.

B. Eligibility for Association Directors and Alternates: They must be duly elected members of a governing body of a Soil and Water Conservation District in good standing at the time they are elected. Council Directors shall be elected by respective Councils. Alternates shall serve only in the case of absence of the duly elected Director.

C. Eligibility for Area Vice Presidents: In order to become eligible as an Area Vice President, they must be District Director in good standing and be nominated and elected by the Area membership in which their District belongs at the State Association Annual Meeting.

D. Eligibility for Committee Membership: Only District Directors and the ISWCDEA appointed district personnel from a district in good standing shall be eligible to serve as a voting member on any of the Association committees. They shall be recommended for an appointment by the committee chairperson appointed by the President of the Association and approved by the Board of Directors of the Association.

E. Eligibility for NACD Board member and Alternate: Board member and alternate to be elected biannually at December Quarterly Board meeting by Association Board of Directors. NACD Board members and Alternate shall come from a district in good standing. The newly elected NACD Board Member and Alternate will take office immediately upon being elected and shall serve until their replacement is elected.

Section #2: Term of Office. The term of the President shall be for two (2) years. The president is eligible for election to a consecutive two-year term. The Vice President and the Secretary and Treasurer shall be elected annually. Should the President be unable to complete the term, the Vice President shall complete the unexpired term and is then eligible for election to 2 two-year terms as President. Newly elected officers and Directors of the Association shall take office at the conclusion of the Annual Meeting and Summer Conference activities.

A. Term of Office for Area Vice Presidents: The term of office for Area Vice Presidents shall be two (2) years and they shall be elected by the delegate body at the Annual Meeting. Area 1 and Area 3 shall elect in the odd-numbered years, and Area 2 and Area 4 shall elect in the even-numbered years.

B. Term of Office to the Board of Directors: An Association Director shall be elected for a two-year term. The Councils designated in Article #7 with an odd number shall elect in the odd years, and the Councils designated in Article #7 with an even number shall elect in the even years.

C. Term of Office for Councils: Council Chairperson, Vice Chairperson, Secretary and Treasurer shall be elected for a two (2) year term by members of each respective Council. The offices of the Secretary and Treasurer may be held by the same person. The Council Officers shall be elected as designated in Article #7 with odd numbered Councils electing in odd years, and the Councils designated in Article #7 with an even number electing in even years. All Council Officers must be a duly elected member of a governing body of a Soil and Water Conservation District in good standing with the Association at the time they are elected. Council Officer elections shall occur prior to the Annual Meeting and shall occur during the months of March, April or May to provide sufficient time for the names and addresses of those elected to be reported by the Council Secretary to the Secretary of the Association no later than two (2) weeks prior to the June Board of Directors meeting.

Section #3: Compensation. Committee members and members of the Board of Directors may receive reasonable compensation for their services and may be reimbursed for expenses including travel expenses, necessarily incurred in the discharge of their duties.

Section #4: Duties.

A. Duties of the President: The President shall be the Chief Executive Officer of the Association. The President shall preside at all meetings of the members, at all meetings of the Board of Directors and Executive Committee. The President is authorized to appoint any member of the Board of Directors to represent the President to perform all functions thereof. The President shall, in addition, carry out the directives of the Association Board of Directors. The President shall create or dissolve Association Committees as needed.

B. Duties of the Vice President: The Vice President shall assume and discharge the duties of the President in the absence of that officer and all other duties as assigned to him/her by the President. The Vice President shall serve as Resolution Committee and Legislative Focus Area Committee Chairperson. The Vice President will conduct an evaluation of the Association at mid-year. The Vice President will prepare the Annual Plan of Work.

C. Duties of the Secretary: The Secretary shall be the custodian of all books, papers, records, the official seal and property of the Association. The Secretary shall keep the Corporate Records, shall act as Secretary of the meetings of the Board of Directors and of the Executive Committee. The Secretary will notify Districts of the version of Robert's Rules of Order to be used to conduct the business meeting of the Association. The Secretary shall give, or cause to be given, all notices required to be given, and shall perform such duties as may be assigned by the President. Secretary shall serve as Planning Focus Area Committee and Annual Meeting Task Force Chairperson.

D. Duties of the Treasurer: The Treasurer shall have charge of the assets of this Association, and pay them out as ordered by the Board of Directors, which may be by direct order or duly adopted policy. The Treasurer shall keep accurate account of the receipts and disbursements and submit a record or report thereof to the Board of Directors at their regular meetings, and at such times as may be required. The Treasurer shall give a full and complete report for the fiscal year to the Annual Meeting of the Members. The Treasurer shall be Chairperson of the Financial Management Focus Area Committee and Audit Committee and assist with the preparation of a budget for each of the Committees, the Executive Committee, and General Budget of the Association. The Treasurer shall conduct an annual evaluation of insurance coverage to be reviewed annually. The Treasurer shall maintain an

inventory of equipment, furniture, and furnishings as well as agreements and contracts to be reviewed annually.

E. Duties of the Executive Committee: It shall be the duty of the Executive Committee to assess the goals and assemble information concerning matters of importance to the Board of Directors. The Executive Committee shall direct and guide the Association personnel toward accomplishment of the Association goals as identified in the Association's Annual Plan of Work. They shall review annually the By-Laws of the Association. They shall review resolutions submitted through the Association.

F. Duties of the Executive Director: It shall be the duty of the Executive Director to carry out the goals and objectives of the Association of Illinois Soil and Water Conservation Districts as outlined in the Association's Annual Plan of Work. The President of the Association and the Executive Committee will determine the priority of duties to be assigned.

G. Duties of the Area Vice President: It shall be the duty of the Area Vice Presidents to assist the President in carrying on the business of the Association in the respective areas from which they are elected. It shall also be the duty of the Area Vice President to contact and meet with each Council in the Vice President's Area at least once in each fiscal year. They shall serve on the Executive Committee and shall submit Area wide concerns.

H. Duties of the Association Director: It shall be the duty of the Association Directors to give direction, information and input to the Board of Directors and Executive Committee from their respective Council. They shall vote on issues brought before the Board of Directors at regular Board meetings or special meetings. They shall report results of Board meetings to Council meetings for local review, discussion and appropriate action. They shall serve on committees of the Association as directed by the President and/or Committee Chairperson. They shall attend their Council Meetings, Association Board Meetings, Association Annual Meeting, Association Committee Meetings, and other meetings deemed necessary by the President.

I. Incapacity of Officers: A vacancy in any office (with the exception of the office of President) because of death, resignation, removal, disqualification, or otherwise, shall be filled by the Board of Directors for the unexpired portion of the term.

ARTICLE #5

Board of Directors

Section #I: Board Meetings. The Board of Directors composed of the Association Directors and Executive Committee members shall meet at least three (3) times a year or as often as the business of the Association requires. Regular scheduled Board Meetings will be held in the months of March, June and December. Each member of the Board of Directors is entitled to one (1) vote on all business to come before each Board Meeting. In the absence of a legal quorum, those present may conduct the business of the Association, with all actions so taken being subject to approval by the Board of Directors at a time when a quorum is declared.

A. Special Meetings: Special meetings of the Board of Directors may be called by or at the request of the President or by a majority of the Board of Directors. The person or persons authorized to call special meetings of the Board of Directors may fix any

place, either within or without the State of Illinois, as the place for holding any special meeting of the Board of Directors. Notice of special meetings shall be given to all board members and shall provide sufficient time to allow for any necessary preparation and travel to attend the meeting. No business may be transacted at a special meeting other than that stated in the call. Such special meetings may take place in person, by conference call or by other available electronic means.

B. Council Meetings: All Councils shall meet at least three (3) times a year or as often as the business of the Council requires.

Section #2: Committees: In order to facilitate the work of the State Association the activities of the Association shall be divided into focus area committees. The Chairperson of each focus area committee shall be a duly elected Director of an Illinois Soil and Water Conservation District in good standing and appointed by the President of the Association. Reports shall be made by the Chairperson of each focus area committee to the board of directors. The Board of Directors shall have authority to approve, reject, revise or refer reports and requested actions back to focus area committee for further consideration. The focus area committees will meet at least once each year. The number of standing focus area committees and committees shall be determined by the President as deemed necessary to carry on the work of the Association with concurrence from the Board of Directors.

A. Standing Committees: The standing focus area committees may include, but shall not be limited to the following: Communications Focus Area Committee, Planning Focus Area Committee, Legislative Focus Area Committee, Financial Management Focus Area Committee, Urban Community and Conservation Focus Area Committee, Education Focus Area Committee, Executive Committee, Resolutions Committee, Nominating Committee and Forestry Committee.

B. Nominating Committee: The Nominating Committee shall annually present a slate of candidates to the delegate body for election as Officers of the Association. The Nominating Committee shall consist of the sixteen (16) Association Directors. The Nominating Committee shall elect the Chairperson from among its members at the December Board Meeting.

C. Resolutions Committee: The Resolutions Committee shall be composed of the Vice President and four (4) Area Vice Presidents. The Vice President shall serve as the Resolution Chairperson. The Resolution Committee shall review resolutions and shall assign resolutions to standing committees for study and comment. The Resolution Committee may work with member Districts to combine similar resolutions. The Resolution Committee will make recommendations to the Board of Directors of appropriate action. All Resolutions submitted to the Resolution Committee will be presented to the delegate body at the Association's annual meeting.

D. Resolution Book Review Committee: The Resolution Committee shall also serve as the Resolution Book Review Committee and shall review the Resolution Book on a yearly basis. Any Resolution in the Resolution Book deemed not relevant to the operation of the AISWCD will be brought forward to the voting Delegate Body of the AISWCD at its annual meeting to be voted on for removal. Delegates will be informed of Resolutions proposed for removal at least 30 days prior to the annual meeting. Any district that is a member in good standing has the right to request that the Resolution be further reviewed before it is brought before the delegate body for removal. In its request for further review, the district will provide reason for making its request. Once the Resolution Book Review Committee has determined that the resolution is no longer relevant to the operations of the AISWCD and that no district

has requested further review, the question shall be put to the voting delegates present. A simple majority of the voting delegates present, voting for removal, will be necessary to remove the Resolution from the AISWCD Resolution Book.

ARTICLE #6

Finance - Service - Sundry Provisions

Section #1: Depository. The funds of this Association shall be kept in a Federally Insured Bank designated by the Executive Committee. Such a depository should be convenient and readily accessible to the Treasurer.

A. Signatures: The signature of the President, Treasurer and the Treasurer's designee (Executive Director), and one other employee as may be deemed necessary and designated by the President shall be on file with the designated depository. The signature cards on file at the depository shall so designate.

B. Bond: The Treasurer shall be required by the Board of Directors to give bond for the faithful discharge of duties in such sum and with such surety as may be determined by the Board of Directors. The premium on any corporate fidelity bond so required shall be paid out by the Association.

Section #2: Distribution of Assets. No distribution of the property of this Association shall be made until all debts are fully paid, and then only upon its final dissolution and surrender of organization and name, and as otherwise provided by law; nor shall any distribution be made except by majority vote of the members of the Association at any regular or special meetings, and only after due notice has been given as prescribed by these by-laws as regards special meetings. However, this prohibition shall not operate to prevent the Association, while acting, from receiving and distributing or disbursing any funds as prescribed by these by-laws. In case of final dissolution of the Association, any funds remaining after all expenses and obligations are fully satisfied shall be distributed evenly to the soil and water conservation districts in good standing at time of dissolution.

Section #3: Fiscal Year. The fiscal year of this Association shall begin with the first day of January and terminate with the thirty-first day of December.

Section #4: Order of Business. The proceedings of this Association shall be conducted under and pursuant to Robert's Rules of Order except as herein otherwise provided.

Section #5: Corporate Seal. The Corporate seal of this Association shall consist of two concentric circles, between which shall be the name of the Association, and in the center shall be inscribed the words "Corporate Seal", and such seal impressed on the margin is hereby adopted as the Corporate Seal of this Corporation.

ARTICLE #7

Section #1: Councils. The Soil and Water Conservation Districts of Illinois shall be grouped into sixteen (16) Councils:

Council # 1: Carroll - JoDaviess - Lee - Ogle - Stephenson - Whiteside
Council # 2: Bureau - Henry - Marshall/Putnam - Mercer - Rock Island - Stark
Council # 3: Grundy - Iroquois - Kankakee - Kendall - LaSalle - Livingston
Council # 4: Fulton - Hancock - Henderson - Knox - McDonough - Warren
Council # 5: Mason - Menard - Peoria - Tazewell - Woodford
Council # 6: DeWitt - Ford - Logan - Macon - McLean - Moultrie - Piatt
Council # 7: Clark - Champaign - Coles - Douglas - Edgar - Vermilion
Council # 8: Adams - Brown - Calhoun - Cass - Greene - Morgan - Pike - Scott - Schuyler
Council # 9: Bond - Christian - Macoupin - Montgomery - Sangamon
Council #10: Cumberland - Effingham - Fayette - Jasper - Shelby
Council #11: Crawford - Edwards - Lawrence - Richland - Wabash
Council #12: Jersey - Madison - Monroe - Randolph - St. Clair
Council #13: Clay - Clinton - Franklin - Jefferson - Marion - Washington - Wayne
Council #14: Gallatin - Hamilton - Johnson - Massac - Pope/Hardin - Saline - White
Council #15: Jackson - Perry - Pulaski/Alexander - Union - Williamson
Council #16: Boone - DeKalb- Kane/DuPage - McHenry-Lake - North Cook - Winnebago - Will/South Cook

Section #2: Areas. The State of Illinois shall be divided into four (4) areas. Areas shall consist of the following Councils:

Area # 1: Councils 1 - 2 - 3 - 16
Area # 2: Councils 4 - 5 - 8 - 9
Area # 3: Councils 6 - 7 - 10
Area # 4: Councils 11 - 12 - 13 - 14 - 15

Section #3: District Alignment. District Boards may request movement from their current Council to another adjoining Council by majority approval from both Councils involved, by majority vote of the Association Board of Directors, and by majority vote of the voting delegates at the Annual Meeting

Revised and Approved - August 7, 2000
Revised and Approved - July 28, 2003
Revised and Approved - August 2, 2004
Revised and Approved - July 23, 2009
Revised and Approved - July 29, 2014
Revised and Approved - July 28, 2015



AISWCD President

Attest

Foundation By-Laws of The Association of Illinois Soil and Water Conservation Districts

ARTICLE I

NAME

The name of this not for profit corporation shall be ILLINOIS SOIL AND WATER CONSERVATION DISTRICTS FOUNDATION.

ARTICLE II

PURPOSES

The purposes of the Foundation shall be as follows:

To assist in developing and furthering the interest, objectives and purposes of the Association of Illinois Soil and Water Conservation Districts; to foster and promote charitable and educational purposes designed to further the principles of soil conservation and stewardship, water conservation and energy conservation; to provide, conduct and sponsor programs to aid individuals, groups, organizations, governmental bodies, associations and all entities in combating soil erosion and energy water waste; including for all such purposes the making of distributions to organizations under Section 501 (C) (3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Law.

No part of the net earnings of the Foundation shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the foundation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of the Foundation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Foundation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the Foundation shall not carry on any other activities not permitted to be carried on (a) by a Foundation exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a Foundation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Upon the dissolution of the Foundation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Foundation, dispose of all of the assets of the Foundation, exclusively for the purposes of the Foundation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational or religious purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Foundation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

The Foundation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

The Foundation shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

The Foundation shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

The Foundation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

The Foundation shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

ARTICLE III

ORGANIZATION UNITS

The organization of the Foundation shall be as follows:

A. Consist of all Soil and Water Conservation Districts in Illinois as separate corporate bodies incorporated under an Enabling Act of the laws of the State of Illinois.

B. For the purpose of providing representation on the Board of Directors, Districts are grouped into sixteen (16) Councils with one representative from each Council elected to the Board of Directors.

C. For the purpose of coordinating the work of the Foundation, the Executive Committee of the Foundation shall consist of the President, Vice President, Secretary, Treasurer, four (4) Area Vice Presidents, The immediate past president of the AISWCD if currently serving as a duly elected member of a governing body of an Illinois Soil and Water Conservation District in good standing, NACD Director and Alternate, NACD Officer (when applicable), President of the Auxiliary and Co-Chairs of the Illinois Soil and Water Conservation District Employees Association. For the purpose of coordinating the work of the Officers of the Foundation, the State shall be divided into four (4) Areas. An Area Vice-President and an Alternate shall be nominated by the active voting membership of each Area, and confirmed by the active voting membership of the Foundation at the Annual Meeting.

ARTICLE IV

OFFICES

The Foundation shall have and continuously maintain in this State a registered office and a registered agent whose office is identical with such registered office, and shall have other offices within or without the State of Illinois as the Board of Directors may from time to time determine.

ARTICLE V

MEMBERS

The membership of the Foundation shall consist of two classes as follows:

A. Active voting members shall be all the Soil and Water Conservation Districts of Illinois, incorporated as separate corporate bodies under an Enabling Act of the laws of the State of Illinois and who are

duly qualified members of the Association of Illinois Soil and Water Conservation Districts. Each shall be represented by one delegate and each delegate shall have one vote.

B. Cooperating sponsors of the Foundation shall consist of any individual, company, corporation or agency interested in supporting, either financially or through active participation, the purposes of the Foundation. Cooperating sponsors shall not be entitled to vote.

C. The individuals, companies, corporations or agencies interested in obtaining membership as a cooperating sponsor shall make application to the board of Directors for such membership and the Board of Directors shall act on such application at their next regular or special meeting or such other meeting as shall be convenient for such action.

ARTICLE VI

MEETINGS OF MEMBERS

Section 1. **Annual Meeting.** The annual meeting of the members of the Foundation shall be held at such time and place as may be designated by the Board of Directors of the Foundation. The Secretary shall send or have sent written notice to all members at least 30 days prior to the date set. Notice shall state time and place and shall include notice of special business that is to be presented over and above the ordinary or regular business.

Section 2. **Special Meetings.** Special meetings of the members may be called at any time by the President or by a majority of the Board of Directors or upon written request of one-third of the active voting members of the Foundation. The President shall call a special meeting for the purpose of and within such time as shall be set forth in the written request. Notice of the special meeting shall be given in the same manner as herein provided for regular meetings. Special meetings may be held in person or by electronic means. No business may be transacted at a special meeting other than that stated in the call.

Section 3. **Place of Meeting.** The Board of Directors may designate any place, either within or without the State of Illinois, as the place of meeting for any annual meeting or special meeting of the members.

Section 4. **Notice of Meetings.** Written or printed notice stating the place, day and hour of the meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten (10) days nor more than forty (40) days before the date of the meeting, either personally, by mail, or by electronic means by or at the direction of the Secretary to each member entitled to vote at such meeting.

Section 5. **Quorum.** A majority of the active voting members shall constitute a quorum for the transaction of business at any regular or special meeting of the members. If less than a quorum is present or represented, a majority of the members represented at the meeting may adjourn the meeting from time to time without further notice.

Section 6. **Qualifications.** The qualifications for a voting delegate to the membership meeting of the Foundation shall be that they must be district Directors appointed by a District governing body.

Section 7. **Voting.** Each voting member shall be entitled to one vote on each matter submitted to a vote of the members. Each such member may vote in person or by proxy executed in writing by a member or by his or her duly authorized attorney in fact. Such proxy shall be filed with the Secretary of the Foundation before or at the time of the meeting.

ARTICLE VII

DIRECTORS

Section 1. **General Powers.** The business, property and affairs of the Foundation shall be managed by its Board of Directors.

Section 2. **Number, Tenure and Qualifications.** The directors of the Foundation shall consist of sixteen (16) persons who shall hold their office for a two (2) year term and shall be elected by the members of the Foundation at the annual meeting and the Executive Committee (see Article 3, Section 3), The President, 4 Area Vice Presidents, and NACD Director shall hold their directorship for two (2) years or during the term of their respective office, whichever is less. The Vice President, Secretary, Treasurer, President of the Auxiliary and Co-Chair of the Illinois Soil and Water Conservation District Employees Association shall hold their directorship for one (1) year term or the term of their respective office, whichever is less. All directors shall hold office after his or her election or appointment or until his or her successor shall have been elected and qualified (except in the case of resignation or removal). A majority of the members of the Foundation shall have the power at any meeting to remove any director for cause and fill the vacancy and thereupon the director so removed shall cease to be a director. A director must be a duly elected member of a governing body of a Soil and Water Conservation District in Illinois at the time he or she is elected or appointed.

Section 3. **Nomination of Directors.** The sixteen (16) directors elected by the members shall be nominated by members of each Council prior to the annual meeting and their names and addresses shall be certified to the Secretary two (2) weeks prior to the annual meeting. Sixteen (16) alternate directors shall be nominated by each Council and shall qualify and be elected in the same manner as directors but shall serve only in the event of the inability or absence of the duly elected director.

Section 4. **Regular Meetings.** The Board of Directors shall meet as often as the business of the Foundation requires.

Section 5. **Special Meetings.** Special meetings of the Board of Directors may be called by or at the request of the President or any four (4) directors. The person or persons authorized to call special meetings of the Board of Directors may fix any place, either within or without the State of Illinois, as the place for holding any special meeting of the Board of Directors called by them. Such meetings may be held in person or by electronic means.

Section 6. **Notice.** Notice of any special meeting shall be given by the President at least five (5) days prior thereto by written notice delivered personally, mailed, provided by electronic means or by telegram to each director at his personal or business address. The attendance of a director at any meeting shall constitute a waiver or notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice of such meeting.

Section 7. **Quorum.** The presence either physically or by electronic means, of a majority of the members of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, provided that if less than a majority of the directors are present at said meeting, a majority of the directors present may adjourn the meeting from time to time without further notice.

Section 8. **Vacancies.** Except as provided in the last sentence of Section 2 of this Article, any vacancy occurring in the Board of Directors may be filled by the Board of Directors.

Section 9. **Committees.** The President of the Foundation shall appoint all committees of the Foundation designated by the Board of Directors, other than committees having and exercising the authority of the Board of Directors in the management of the Foundation which shall be appointed by action of a majority of the Board of Directors.

Article VIII

OFFICERS

Section 1. **Number.** The officers of the Foundation shall be a President, a Vice President, a Secretary, a Treasurer and such other officers as may be elected or appointed by the Board of Directors.

Section 2. **Election and Qualification of Officers.** The officers of the Foundation shall be elected by the Board of Directors at their annual meeting except the first officers who shall be elected at the first meeting of the Board. The President, Vice President, Secretary and the Treasurer need not be members of the Board of Directors. The term of the President shall be two (2) years. The term of the Vice President, Secretary and Treasurer shall be one (1) year. All officers shall hold their office until their successors shall have been duly elected and qualified.

Section 3. **Vacancies.** A vacancy in any office (with the exception of the office of President) because of death, resignation, removal, disqualification, or otherwise, shall be filled by the Board of Directors for the unexpired portion of the term.

Section 4. **The President.** Under the authority and subject to the direction of the Board of Directors, the President shall be the principal executive officer of the Foundation and shall in general supervise and control all of the business and affairs of the Foundation. He shall preside at all meetings of committees designated by the Board of Directors and in general shall perform all duties incident to the office of President and all duties which the Board of Directors may prescribe from time to time. He shall be responsible directly to the Board of Directors. He shall carry out or cause to be carried out all the policies of the Foundation.

Section 5. **Vice President.** In the absence of the President or in the event of his inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Section 6. **The Treasurer.** The Treasurer shall: (a) have custody of all Foundation funds and securities and shall keep in books belonging to the Foundation full and accurate accounts of all receipts and disbursements; he shall deposit all moneys, securities and other valuable effects in the name of the Foundation in such depositories as may be designated for that purpose by the Board of Directors. He shall disburse the funds of the Foundation as may be ordered by the Board, taking proper vouchers for such disbursements, and shall render to the President and Directors at the regular meetings of the Board, and whenever requested by them, an account of all his transactions as Treasurer and of the financial condition of the Foundation; (b) in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Section 7. **The Secretary.** The Secretary shall: (a) keep the minutes of the members' and of the Board of Directors' meetings in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law; (c) be custodian of the Foundation records and of the seal of the Foundation and see that the seal of the Foundation is affixed to all documents, the execution of which on behalf of the Foundation under its seal is duly authorized in accordance with law or with the provisions of these By-Laws; (d) keep a register of the post office address of each member which shall be furnished to the Secretary by such member; (e) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

ARTICLE IX

COMPENSATION

There may be monetary compensation for officers or members of the Board of Directors. Room, board and mileage may be allowed and the necessary expenses of conducting the Foundation business.

ARTICLE X

EXECUTION OF INSTRUMENTS

Section 1. **Checks.** All checks, drafts and orders for payment of money shall be signed in the name of the Foundation and may be countersigned by such officers or agents as the Board of Directors shall from time to time designate for that purpose.

Section 2. **Contracts and Conveyances.** When the execution of any contract, conveyance or other instrument has been authorized without specifications of the executing officers, the President, or Vice President, and the Secretary may execute the same and in the name and on behalf of the Foundation and may affix the corporate seal thereto.

ARTICLE XI

SEAL

The Board of Directors shall provide a corporate seal which shall be in the form of a circle and shall have inscribed thereon the name of the Foundation and the words "Corporate Seal, Illinois".

ARTICLE XII

WAIVER OF NOTICE

Whenever any notice whatever is required to be given under the provisions of these By-Laws or under the provisions of the Articles of Incorporation or any statutes of the State of Illinois relating to corporations not for pecuniary profit, waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein shall be deemed equivalent to the giving of such notice.

ARTICLE XIII

AMENDMENTS

The By-Laws of the Foundation may be amended, repealed or altered at any annual, regular or special meeting of the Foundation by the affirmative vote of a majority of the active voting members in attendance, due notice of such meeting having been given, provided that the purpose of such amendment to the By-Laws and a brief statement of the proposed amendment shall be included in the notice of the meeting. The By-Laws may also be amended, repealed or altered at any regular meeting of the Board of Directors of the Foundation by an affirmative vote of two-thirds of the Board members then holding office. Any amendment adopted by the members shall take precedence over the amendment adopted by the Board of Directors. Any amendment of the By-Laws by the Board of Directors shall be reported to the members at the next regular meeting of the members following the action of the Board of Directors.

ARTICLE XIV

FISCAL YEAR

The fiscal year of the Foundation shall begin with the first day of January in each year and end on the thirty-first day of December in each year.

ARTICLE XV

ORDER OF BUSINESS

The proceedings of the Foundation shall be conducted under and pursuant to Roberts Rules of Order, except as otherwise provided herein.

ARTICLE XVI

COUNCILS

The Soil and Water Conservation Districts of the State of Illinois shall be grouped into sixteen (16) Councils:

- | | |
|---------------|--|
| Council # 1: | Carroll - JoDaviess - Lee - Ogle - Stephenson - Whiteside |
| Council # 2: | Bureau - Henry - Marshall/Putnam - Mercer - Rock Island - Stark |
| Council # 3: | Grundy - Iroquois - Kankakee - Kendall - LaSalle - Livingston |
| Council # 4: | Fulton - Hancock - Henderson - Knox - McDonough - Warren |
| Council # 5: | Mason - Menard - Peoria - Tazewell - Woodford |
| Council # 6: | DeWitt - Ford - Logan - Macon - McLean - Moultrie - Piatt |
| Council # 7: | Clark - Champaign - Coles - Douglas - Edgar - Vermilion |
| Council # 8: | Adams - Brown - Calhoun - Cass - Greene - Morgan - Pike - Scott - Schuyler |
| Council # 9: | Bond - Christian - Macoupin - Montgomery - Sangamon |
| Council #10: | Cumberland - Effingham - Fayette - Jasper - Shelby |
| Council #11: | Crawford - Edwards - Lawrence - Richland - Wabash |
| Council #12: | Jersey - Madison - Monroe - Randolph - St. Clair |
| Council #13: | Clay - Clinton - Franklin - Jefferson - Marion - Washington - Wayne |
| Council # 14: | Gallatin - Hamilton - Johnson - Massac - Pope/Hardin - Saline - White |
| Council #15: | Jackson - Perry - Pulaski/Alexander - Union - Williamson |
| Council #16: | Boone - DeKalb- Kane/DuPage - Lake - McHenry - North Cook - Winnebago
- Will/South Cook |

ARTICLE XVII

AREAS

The State of Illinois shall be divided into four (4) areas. Areas shall consist of the following Councils:

Area # 1:	Councils 1 - 2 - 3 - 16
Area # 2:	Councils 4 - 5 - 8 - 9
Area # 3:	Councils 6 - 7 - 10
Area # 4:	Councils 11 - 12 - 13 - 14 - 15

ARTICLE XVIII

INDEMNIFICATION

The Foundation shall indemnify any and all of its directors or officers or former directors or officers or any person who may have served at its request or by its election as a director or officer of another corporation, against expenses actually and necessarily incurred by them in connection with the defense or settlement of any action, suit or proceeding in which they, or any of them, are made parties, or a party, by reason of being or having been directors or a director or officer of the Foundation or of such other corporation, except in relation to matters as to which any such director or officer or former director or officer or person shall be adjudged in such action, suit or proceeding to be liable for willful misconduct in performance of duty and to such matters as shall be settled by agreement predicated on existence of such liability.

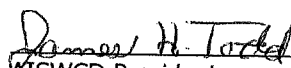
The indemnification provided hereby shall not be deemed exclusive of any other rights to which anyone seeking indemnification may be entitled under any bylaw, agreement, vote of members or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office.


Revised and Approved
July 28, 2003

Revised and Approved
August 2, 2004

Revised and Approved
June 7, 2005

Revised and Approved
July 23, 2009


AISWCD President


Attest: