RIVER RAISIN WATERSHED COUNCIL
804 N. Evans St
Tecumseh, MI 49286
517-662-8755
admin@riverraisin.org
www.riverraisin.org

RRWC Fall Annual Meeting
October 28, 2025
County National Bank – Tecumseh Branch
209 East Russell Road, Tecumseh, MI 49286
5:30-7:30p

1. Call to Order
2. Introductions
3. Roll Call – Quorum
4. Approval of Agenda
5. Approval of Fall 2024 Business Meeting Minutes –
6. Treasurer's Report
    a. 2025 YTD – Update
    b. Draft 2026 Budget – Adopt
7. Executive Committee Nominations
8. Chairman Update
9. RRWC Staff Updates – 2025 Activities
10. Program – RRWC Strategic Plan
11. Other Business
12. Adjournment

RIVER RAISIN WATERSHED COUNCIL
804 N. Evans Street
Tecumseh, MI 49286
517-662-8755
admin@riverraisin.org
www.riverraisin.org

RIVER RAISIN WATERSHED COUNCIL
2024 Semi-Annual Fall Meeting Minutes
October 23, 2024 – 6:00 p.m.
Carpenter Farms
2534 US-223, Adrian MI 49221

1. **Call to Order:** Chairman Harry Sheehan called the meeting to order at 6:09 PM

2. **Introductions:** Staff and others in the audience were introduced.

3. **Roll Call:**
   Roll call by Secretary Sybil Kolon:

MUNICIPALITY	**NAME**
Jackson County	
Brooklyn Township	Bob Jenson
Columbia Township	John Calhoun
Napoleon Township	John Hummer
Norvell Township	David Lamb
Lenawee County	
Lenawee County	Karol "KZ" Bolton
Adrian Township	Michael Herr
Cambridge Township	Phil Kittredge
Village of Clinton	George Service
Macon Township	Ed Scheffler
Madison Township	Matt Carpenter
Palmyra Township	Jim Isley
Raisin Charter Township	Mike Ayre
Tecumseh Township	Gerry Donaldson
City of Tecumseh	Sarah Gilmore
Woodstock Township	Janice Scoville
Monroe County	
Monroe County	Dave Hoffman
City of Dundee	Dave Uhl
Frenchtown Charter Twp.	David Smith
City of Milan	Josh Koflin
City of Petersburg	Stella Kirby
Summerfield Twp.	Jimmy Seegert

DRAFT

Washtenaw County

Washtenaw County	Harry Sheehan
Freedom Township	Rudy Layher
Manchester Township	Sybil Kolon
Pittsfield Charter Twp.	Matthew Best (alt)
City of Saline	David Rhoads
Sharon Township	Trudi Cooper
York Charter Twp.	Amy Tesolin

Others Present: Stephen May, RRWC Executive Director; Lydia Lopez, Water Stewardship Coordinator; Ivy McClelland, Administrative Assistant; Meija Knafl and other guests.

With 28 of 54 members present, a quorum was present.

4. **Agenda:** Motion by Jenson, second by Cooper, to approve the agenda with the addition of Board Changes under 7., Chairman Updates. **MOTION CARRIED BY VOICE VOTE.**

5. **Approval of Spring Business Meeting Minutes – April 18, 2024**
   a. Motion by Rhoads, second by Calhoun, to approve the April 18, 2024 semi-annual meeting minutes with the correction that Trudi Cooper was present for Sharon Township, not Bill Lewis. **MOTION CARRIED BY VOICE VOTE.**

6. **Treasurer's Report:**
   a. Steve May reviewed the budget from January through September 2024, as provided in the meeting packet. May explained that the delay in the work on the Brooklyn dam reduced our proposed budget significantly. The grant will continue into 2025 and 2026 and we will adjust the budget accordingly. Sheehan explained some of the delays, including easement issues and the need to replace Mill Street Bridge just below the dam, which requires the involvement of MDOT.
   b. 2025 draft budget - May reviewed our budget. Funds not received for the Brooklyn dam in 2024 are included in this budget. The Erb Family Foundation has provided general operating support for RRWC for six years. The amount allocated is based on our budget. Six years ago they provided $10,000 per year in operating support. That amount is expected to increase to $59,000 per year for the next three years. Most of the grant funds we receive are for specific projects. May outlined several other grants for projects planned for 2025. The Brooklyn Dam Risk Reduction grant includes $2.4 million of our $3.08 million budget for 2025, greatly eclipsing our prior budgets. Sheehan explained that all of the work on the Dam Reduction grant may not be completed in 2025. Our general operating expenses are about $400,000 per year. Once the Dam

DRAFT

Reduction project is completed our budget will return to normal. Motion by Jim Isley, second by Bob Jenson, to adopt the 2025 budget as presented. **MOTION CARRIED BY VOICE VOTE.**

7. **Chairman Update –**
    a. Board Changes
        i. Chair Harry Sheehan announced that Trudi Cooper, Sharon Township's Representative, has resigned as Trustee from the Executive Committee (EC). The EC appointed Stella Kirby, Petersburg Representative, to replace Cooper.
        ii. KZ Bolton, Lenawee County's Representative to the RRWC and current Treasurer, is retiring at the end of the year. Lenawee County Commissioners will appoint a replacement in January.
    b. Bylaws Changes – Sheehan explained changes to the bylaws proposed by the EC.
        i. The current bylaws require two meetings per year. The proposed changes would require one meeting per year instead of two. The meeting would be held in the fall, at which Executive Committee members can be elected and the budget adopted for the following year. The intent is to have a meeting in the spring or early summer that will be more focused on the River Raisin and activities in the watershed that can be more engaging for our Representatives and residents of the watershed.
        ii. The current bylaws are unclear in terms of how membership dues are established. The proposed changes clarify that the EC can propose changes to the amount of the dues, but the entire board must agree to any change.
        iii. Motion by Ayre, second by Kirby, to adopt the proposed changes to the bylaws as presented. **MOTION CARRIED BY VOICE VOTE.**

8. **Executive Director/Outreach/Stewardship/Administration Update**
    a. Executive Director Steve May -
        i. Current Municipalities Dues Paid: RRWC has maintained 54 of its possible 63 municipal members for the past several years.
        ii. RRWC is in the second year of a three-year grant from the ERB Family Foundation that funds the Farmer-Led group. The Michigan Association of Conservation Districts receives the funds, about $30,000 of which comes to RRWC to assist in that effort.
        iii. The Erb Family Foundation has funded several other projects in the Western Lake Erie Basin and has provided grants to RRWC, including funding for a Strategic Plan, which is in process.
        iv. Brooklyn Dam Connectivity Project – The dam has been drawn down,

DRAFT

which revealed issues that required additional funding. As mentioned under the Treasurer's Report, 6.a., the Mill Street Bridge has to be replaced. Because it is a historic structure, MDOT is required to follow a process to document its history.

v. May announced that this is his last meeting as Executive Director. Sheehan and the group applauded May's contribution to RRWC over many years.

b. Water Stewardship Coordinator Lydia Lopez introduced our new Administrative Assistant, Ivy McClelland. The Nature Exploration grant from the DNR was completed last month. We will continue those efforts on a smaller scale in the coming year. We have received another grant from the DNR which will allow RRWC to take our Master Rain Gardener class to other areas of the watershed. RRWC has facilitated the planting of nearly 5,000 trees in the watershed through our Forests to Faucets grant. That grant continues. Lopez introduced Meija Knafl, RRWC's former Outreach Coordinator, who has taken a job with the DNR at their Outdoor Adventure Center in Detroit.

9. Program: Master Rain Gardens

a. Meija Knafl made a presentation about Master Rain Gardens.

10. New Business:

a. None

11. Adjournment

a. Motion by Jenson, second by Kittredge, to adjourn at 7:24 p.m. **MOTION CARRIED BY VOICE VOTE.**

Respectfully submitted: Sybil Kolon, Secretary, September 2, 2025

Approved: _____ DATE:_____

DRAFT

River Raisin Watershed Council

Budget vs. Actuals: Budget_FY25_P&L - FY25 P&L

January - September, 2025

	TOTAL			
	ACTUAL	BUDGET	OVER BUDGET	% OF BUDGET
Revenue				
4000 Income				
4130 University/College Grants				
4130.2 Michigan State University	3,995.00		3,995.00	
Total 4130 University/College Grants	**3,995.00**		**3,995.00**	
4230 Foundation/Trust Grants				
4230.1 Erb Family Foundation - GOS	60,000.00	44,250.03	15,749.97	135.59 %
4230.3 Erb Foundaion - Strategic Plan	2,500.00		2,500.00	
Total 4230 Foundation/Trust Grants	**62,500.00**	**44,250.03**	**18,249.97**	**141.24 %**
4250 Association/Nonprofit Grants				
4250.1 MACD/FLG/Shop Talk/Event	7,731.00	22,500.00	-14,769.00	34.36 %
Total 4250 Association/Nonprofit Grants	**7,731.00**	**22,500.00**	**-14,769.00**	**34.36 %**
4510 Agency (government) grants				
4510.1 Monroe County Environmental Fund	1,499.50		1,499.50	
Total 4510 Agency (government) grants	**1,499.50**		**1,499.50**	
4520 Federal Grants				
4520.1 USFWS - Brooklyn Dam		375,000.02	-375,000.02	
Total 4520 Federal Grants		**375,000.02**	**-375,000.02**	
4530 EGLE - State Grants				
4530.2 EGLE - Upper Wolf Creek	12,742.50		12,742.50	
4530.5 EGLE - Dam Risk Reduction	179,371.56	1,800,000.00	-1,620,628.44	9.97 %
4530.6 Expanding Public Engagement Activities	32,973.69	24,374.97	8,598.72	135.28 %
Total 4530 EGLE - State Grants	**225,087.75**	**1,824,374.97**	**-1,599,287.22**	**12.34 %**
4540 MDNR - State Grants				
4540.2 Forest to Faucet	24,395.10	15,000.02	9,395.08	162.63 %
Total 4540 MDNR - State Grants	**24,395.10**	**15,000.02**	**9,395.08**	**162.63 %**
Total 4000 Income	**325,208.35**	**2,281,125.04**	**-1,955,916.69**	**14.26 %**
5 Membership/Contribution Revenue				
5210 Memberships				
5210.4 Municipal Memberships	16,901.00	21,000.00	-4,099.00	80.48 %
5210.5 Individual Membership/Donation	1,426.72	2,144.38	-717.66	66.53 %
5210.8 Corporate membership	787.65	3,749.99	-2,962.34	21.00 %
Total 5210 Memberships	**19,115.37**	**26,894.37**	**-7,779.00**	**71.08 %**
5490 Miscellaneous revenue				
5490.3 Apparel - Shirt/Hat/Merchandise	1,331.31	225.00	1,106.31	591.69 %
5490.5 Equipment/Supplies		900.00	-900.00	
5490.6 Workshops/Classes/Events	7,039.78	2,700.00	4,339.78	260.73 %
5490.7 Misc. Income - Interest/Other		74.97	-74.97	
5490.9 Reserve Funds/Transfers	25,000.00	3,600.00	21,400.00	694.44 %
Total 5490 Miscellaneous revenue	**33,371.09**	**7,499.97**	**25,871.12**	**444.95 %**
Total 5 Membership/Contribution Revenue	**52,486.46**	**34,394.34**	**18,092.12**	**152.60 %**

River Raisin Watershed Council

Budget vs. Actuals: Budget_FY25_P&L - FY25 P&L

January - September, 2025

	TOTAL			
	ACTUAL	BUDGET	OVER BUDGET	% OF BUDGET
Services	19,828.70		19,828.70	
Total Revenue	**$397,523.51**	**$2,315,519.38**	**$ -1,917,995.87**	**17.17 %**
GROSS PROFIT	**$397,523.51**	**$2,315,519.38**	**$ -1,917,995.87**	**17.17 %**
Expenditures				
6560 Payroll Expenses				
Wages	0.00		0.00	
Total 6560 Payroll Expenses	**0.00**		**0.00**	
7015 Programs				
7015.2 Adopt-A-Stream Program	2,090.00	375.02	1,714.98	557.30 %
7015.4 Special Projects/Programs	-14,597.40	2,250.00	-16,847.40	-648.77 %
7015.6 Education/Outreach/Development	2,209.04	3,750.02	-1,540.98	58.91 %
Total 7015 Programs	**-10,298.36**	**6,375.04**	**-16,673.40**	**-161.54 %**
7200 Salaries & Related Expenses				
7210 Staff Salaries	128,023.11	128,625.00	-601.89	99.53 %
7210.1 Intern Wages		3,000.00	-3,000.00	
Total 7210 Staff Salaries	**128,023.11**	**131,625.00**	**-3,601.89**	**97.26 %**
Total 7200 Salaries & Related Expenses	**128,023.11**	**131,625.00**	**-3,601.89**	**97.26 %**
7300 Grants				
7305 MI EGLE Grant				
7305.4 Dam Risk Reduction	177,412.50	1,751,249.97	-1,573,837.47	10.13 %
7503.5 River Raisin Exploration		0.00	0.00	
7503.6 Expanding Public Engagement Activities	500.00	5,625.00	-5,125.00	8.89 %
Total 7305 MI EGLE Grant	**177,912.50**	**1,756,874.97**	**-1,578,962.47**	**10.13 %**
7310 MDNR Grant				
7310.1 MDNR - Brooklyn Dam		16,875.00	-16,875.00	
7310.2 MDNR - Forest to Faucet	1,005.00	1,874.97	-869.97	53.60 %
Total 7310 MDNR Grant	**1,005.00**	**18,749.97**	**-17,744.97**	**5.36 %**
7315 Federal Grant - USFWS				
7315.1 USFWS - Brooklyn Dam		375,000.03	-375,000.03	
Total 7315 Federal Grant - USFWS		**375,000.03**	**-375,000.03**	
7320 MACD/FLG Grant				
7320.2 Shop Talks/Events	1,486.73		1,486.73	
Total 7320 MACD/FLG Grant	**1,486.73**		**1,486.73**	
Total 7300 Grants	**180,404.23**	**2,150,624.97**	**-1,970,220.74**	**8.39 %**
7325 Erb Family Foundation Grants				
7325.2 Erb Foundation - Strategic Plan	9,500.00		9,500.00	
Total 7325 Erb Family Foundation Grants	**9,500.00**		**9,500.00**	
7500 Professional Services Expenses				
7540 Professional Fees - Other	25,000.00		25,000.00	
7540.2 Professional Services/Fees	5,794.68	3,375.00	2,419.68	171.69 %
7540.4 Technology	2,009.40	900.00	1,109.40	223.27 %

River Raisin Watershed Council

Budget vs. Actuals: Budget_FY25_P&L - FY25 P&L

January - September, 2025

	TOTAL			
	ACTUAL	BUDGET	OVER BUDGET	% OF BUDGET
7540.6 Marketing/Advertising	1,911.20	1,800.00	111.20	106.18 %
Total 7540 Professional Fees - Other	**34,715.28**	**6,075.00**	**28,640.28**	**571.44 %**
Total 7500 Professional Services Expenses	**34,715.28**	**6,075.00**	**28,640.28**	**571.44 %**
8100 Non-Personnel Expenses				
8105 Workshops/Classes/Events	8,655.06	1,800.00	6,855.06	480.84 %
8108 Office Rent/Utilities/Internet/Phone/Alarm	7,593.25	7,200.00	393.25	105.46 %
8110 Supplies				
8110.2 Office Equipment/Supplies	196.76	900.00	-703.24	21.86 %
Total 8110 Supplies	**196.76**	**900.00**	**-703.24**	**21.86 %**
8170 Printing/Copying/Postage	596.70	900.00	-303.30	66.30 %
Total 8100 Non-Personnel Expenses	**17,041.77**	**10,800.00**	**6,241.77**	**157.79 %**
8300 Travel & Meetings Expenses				
8305 Meeting Expenses	225.00		225.00	
8310 Travel	5,078.72	4,500.00	578.72	112.86 %
8312 Travel - Grants		375.03	-375.03	
Total 8300 Travel & Meetings Expenses	**5,303.72**	**4,875.03**	**428.69**	**108.79 %**
8500 Misc expenses		375.03	-375.03	
8525 Capital Outlay		0.00	0.00	
Total 8500 Misc expenses		**375.03**	**-375.03**	
Total Expenditures	**$364,689.75**	**$2,310,750.07**	**$ -1,946,060.32**	**15.78 %**
NET OPERATING REVENUE	**$32,833.76**	**$4,769.31**	**$28,064.45**	**688.44 %**
NET REVENUE	**$32,833.76**	**$4,769.31**	**$28,064.45**	**688.44 %**

Company name: River Raisin Watershed Council

Budget name: Budget_FY26_P&L

Budget type: Profit and loss

Period: FY 2026 (Jan 2026 - Dec 2026)

Consolidated

Accounts	Budget totals
4000 Income	$0.00
4100 Government Grants	$0.00
4110 EGLE	$0.00
4110.1 EGLE - Watershed Council Support Grant	$40000.00
4110.2 EGLE - Dam Risk Reduction Grant Program	$1675000.00
4110.3 EGLE - Saline-Macon WMP	$61400.00
4110.4 EGLE - Upper Wolf Creek WMP	$0.00
Total 4110 EGLE	**$1776400.00**
4120 DNR	$0.00
4120.1 DNR - State Water Trail Funding	$50000.00
4120.2 Fisheries Habitat - Brooklyn Dam	$25200.00
4120.3 Mi Forest to Faucet	$0.00
Total 4120 DNR	**$75200.00**
4130 USFWS	$0.00
4130.1 USFWS - Brooklyn Dam	$600000.00
Total 4130 USFWS	**$600000.00**
4140 Monroe County	$0.00
4140.1 Monroe County Environmental Fund	$3000.00
Total 4140 Monroe County	**$3000.00**
Total 4100 Government Grants	**$2454600.00**
4200 Foundation, Association, & University Grants	$0.00
4210 Erb Family Foundation	$0.00
4210.1 Erb Family Foundation - General Operating Support	$60000.00
Total 4210 Erb Family Foundation	**$60000.00**
4220 Michigan State University	$0.00
4220.1 Michigan State University - MiCore Grant	$3000.00
Total 4220 Michigan State University	**$3000.00**
4230 MACD	$0.00
4230.1 Farmer-Led Group	$30000.00
Total 4230 MACD	**$30000.00**
Total 4200 Foundation, Association, & University Grants	**$93000.00**
4300 Contributions	$0.00
4310 Individual Contributions	$0.00
4310.1 One-time Individual Contributions	$3000.00
4310.2 Recurring Individual Contributions	$3000.00
Total 4310 Individual Contributions	**$6000.00**
4320 Corporate Contributions	$0.00
4320.1 One-time Corporate Contributions	$3000.00
4320.2 Recurring Corporate Contributions	$3000.00
Total 4320 Corporate Contributions	**$6000.00**
4330 Major Gifts	$2500.00
Total 4300 Contributions	**$14500.00**
4400 Membership Dues	$0.00
4410 Municipal Membership Dues	$20000.00
4420 Other Membership Dues	$0.00
Total 4400 Membership Dues	**$20000.00**
4500 Program & Event Income	$0.00
4510 Program & Event Income - Adopt-A-Stream	$4000.00
4520 Program & Event Income - Nature Exploration	$10000.00
4530 Program & Event Income - Camps & Educational Presentations	$6000.00
4540 Program & Event Income - Annual Events	$5000.00

Accounts	Budget totals
4550 Program & Event Income - Fundraising Events	$20000.00
4560 Program & Event Income - Master Rain Gardener	$3000.00
4570 Program & Event Income - Other	$0.00
Total 4500 Program & Event Income	**$48000.00**
4600 Consulting & Technical Services	$0.00
4610 Consulting & Technical Services - Monroe Dam Removal	$6000.00
4620 Releaf Michigan	$5000.00
Total 4600 Consulting & Technical Services	**$11000.00**
4700 Other Income	$0.00
4710 Merchandise Sales	$1800.00
4720 Rental or Usage Fees	$0.00
4730 Reserve Funds/Transfers	$0.00
Total 4700 Other Income	**$1800.00**
4800 Investment & Interest Income	$0.00
Total 94130 University/College Grants	**$0.00**
Total 94210 Corporate/Business Grants	**$0.00**
Total 4000 Income	**$2642900.00**
Total 95490 Miscellaneous revenue	**$0.00**
Total 95 Membership/Contribution Revenue	**$0.00**
Total Income	**$2642900.00**
5000 Cost of Goods Sold	$0.00
5100 Merchandise Purchases	$2500.00
5200 Other COGS Expenses	$0.00
Total 5000 Cost of Goods Sold	**$2500.00**
Total Cost of Goods Sold	**$2500.00**
6000 Program Expenses	$0.00
6100 Program Payroll	$0.00
6200 Program Supplies & Materials	$5000.00
6300 Program Travel & Mileage	$6000.00
6400 Program Equipment	$0.00
6500 Grants to Other Organizations	$5000.00
6600 Facility Use/Field Rentals	$600.00
6700 Contractor Payments	$6000.00
6800 Government Grant Expenses	$0.00
6810 EGLE	$0.00
6810.1 EGLE - Watershed Council Support Grant	$5564.00
6810.2 EGLE - Dam Risk Reduction Grant Program	$1650000.00
6810.3 EGLE - Saline-Macon WMP	$53000.00
6810.4 EGLE - Upper Wolf Creek WMP	$0.00
Total 6810 EGLE	**$1708564.00**
6820 DNR	$0.00
6820.1 DNR - State Water Trail Funding	$23000.00
6820.2 DNR - Fisheries Habitat - Brooklyn Dam	$25200.00
Total 6820 DNR	**$48200.00**
6830 USFWS	$0.00
6830.1 USFWS - Brooklyn Dam	$583831.00
Total 6830 USFWS	**$583831.00**
6840 Monroe County	$0.00
6840.1 Monroe Environmental Fund	$3000.00
Total 6840 Monroe County	**$3000.00**
Total 6800 Government Grant Expenses	**$2343595.00**
6900 Foundation, Association, & University Grant Expenses	$0.00
6910 Erb Family Foundation Grant Expenses	$0.00
6910.1 Erb Family Foundation - General Operating Support	$0.00
Total 6910 Erb Family Foundation Grant Expenses	**$0.00**
6920 Michigan State University Grant Expenses	$0.00

Accounts	Budget totals
6920.1 Michigan State University - MiCore Grant	$3000.00
Total 6920 Michigan State University Grant Expenses	**$3000.00**
Total 6900 Foundation, Association, & University Grant Expenses	**$3000.00**
Total 6000 Program Expenses	**$2369195.00**
7000 Administrative Expenses	$0.00
7100 Administrative Payroll	$0.00
7110 Staff Payroll	$216000.00
7120 Intern Payroll	$10000.00
Total 7100 Administrative Payroll	**$226000.00**
7200 Rent & Utilities	$9600.00
7300 Telephone & Internet	$1860.00
7400 Office Supplies	$7000.00
7500 Postage & Printing	$500.00
7600 Insurance	$1500.00
7700 Professional Services	$6000.00
7800 Board Expenses	$0.00
7900 Depreciation Expenses	$0.00
Total 7000 Administrative Expenses	**$252460.00**
8000 Fundraising Expenses	$0.00
8100 Fundraising Payroll	$0.00
8200 Events & Campaigns	$5000.00
8300 Donor Communications	$600.00
8400 Advertising & Promotion	$1200.00
8500 Donor Management Software	$1200.00
8600 Fundraising Travel & Mileage	$1200.00
8700 Fundraising Professional Services	$0.00
Total 8000 Fundraising Expenses	**$9200.00**
Total 96560 Payroll Expenses	**$0.00**
Total 97015 Programs	**$0.00**
Total 97304 University/College Grants	**$0.00**
Total 97320 MACD/FLG Grant	**$0.00**
Total 97300 Grants	**$0.00**
Total 97540 Professional Fees - Other	**$0.00**
Total 97500 Professional Services Expenses	**$0.00**
Total 98110 Supplies	**$0.00**
Total 98100 Non-Personnel Expenses	**$0.00**
Total 98300 Travel & Meetings Expenses	**$0.00**
Total 98500 Misc expenses	**$0.00**
Total Expense	**$2630855.00**
9000 Other Income/Expense	$0.00
9100 Interest Income	$0.00
9200 Miscellaneous Income	$0.00
9300 Gain/Loss on Asset Disposal	$0.00
9400 Prior Period Adjustments	$0.00
Total 9000 Other Income/Expense	**$0.00**
Total Other Income	**$0.00**
Total Net Income	**$9545.00**

Saturday, October 18, 2025 at 10:36 AM EDT

River Raisin
Watershed Council Bylaws

ARTICLE I

ORGANIZATION

SECTION (1) – ORGANIZATION

The River Raisin Watershed Council the ("RRWC") is a statutory non-profit 501 (c) (3) public service organization created pursuant to Part 311 of the Michigan Natural Resources and Environmental Protection Act (Public Act 451 of 1994) dedicated to the protection and improvement of the River Raisin Watershed through education, information, research, monitoring, scientific data collection and analysis, planning, and counsel.

SECTION (2) - GENERAL PURPOSE

The RRWC was founded for the following purposes:

A. To improve water quality throughout the River Raisin Watershed;
B. To promote river restoration and the preservation of wildlife and natural habitat;
C. To encourage and support outdoor recreational opportunities throughout the River Raisin Watershed that engage people with the natural habitat: canoeing, nature study, picnicking, fishing, swimming, walking, biking, etc.
D. To educate citizens about the challenges and opportunities facing the River Raisin Watershed;
E. To inspire actions that improve the River Raisin Watershed;
F. To foster cooperation among local, state and federal governments, stakeholders, agencies, private interests, business and all others concerned with the restoration and preservation of the River Raisin Watershed;
G. To partner with "stakeholders" to protect, monitor, and enhance the River Raisin Watershed by providing education, scientific data collection and analysis, volunteer and restoration opportunities.

SECTION (3) – GEOGRAPHICAL BOUNDARY

The River Raisin Watershed is composed of the entire natural, topographical River Raisin basin in all or parts of Lenawee, Jackson, Hillsdale, Washtenaw, and Monroe counties in Michigan and Fulton County in Ohio. It consists of the River itself as well as its tributaries, and all wetlands and lakes and land draining into the River.

SECTION (4) - ESTABLISHMENT

The RRWC was established under enabling legislation in accordance with Act 253 of the Public Acts of 1964, as incorporated into Public Act 451, Part 311 of 1994, of the State of Michigan, and shall have all the rights and powers of a watershed council created under said act. A petition for the formation of the RRWC was filed with the Michigan Water Resources Commission. Said Commission issued an order establishing the RRWC, September 13, 1974. The organizational meeting of the RRWC was held on December 4, 1974, in the Tecumseh City Hall, Tecumseh, Michigan.

SECTION (5) – MISSION

THE RRWC will review its mission annually and revise as needed to reflect the needs of the watershed.

SECTION (6) - ADOPTION OF BYLAWS

A. These Amended and Restated Bylaws were adopted: October 23, 2024 meeting of the RRWC.

B. Dates of previous adoptions of the bylaws and/or changes thereto: October 22, 2016; April 22, 2015; March 28, 2013; May 7, 2008; October 28, 2003; April 25, 2001; June 24, 1987; September 9, 1985.

ARTICLE II

MEMBERSHIP

SECTION (1) – MEMBER GOVERNMENTS AND THEIR APPOINTED REPRESENTATIVES

In accordance with Part 311 of the Natural Resources and Environmental Protection Act (Public Act 451 of 1994), the membership of the RRWC shall be the local units of government (each a "Member Government") described in subsections (A), (B), and (C) below. Each Member Government shall appoint individuals to represent the Member Government on the RRWC (each a "Member Government Representative") in the following manner:

A. Each local unit of government using the river for water supply or waste disposal shall be a Member Government, and shall appoint one (1) Member Government Representative for each 20,000 population or fraction thereof. The governing body of such Member Government shall determine the method by which its Member Government Representatives are selected.

B. Each county having fifteen percent (15%) or more of its area in the River Raisin Watershed shall be a Member Government, and shall appoint one (1) Member Government Representative, and one (1) additional Member Government Representative for each 20,000 population or fraction thereof, which aggregate total shall be computed from the population of eligible local units of government not otherwise represented. These local units of government shall be eligible under this section if they have fifteen percent (15%) or more of their respective areas in the River Raisin Watershed basin (Lenawee, Monroe, Washtenaw). The methods by which these Member Government Representatives are selected shall be determined by the county board of commissioners.

C. Any "local agency" (defined as a local unit of government, special district, or other legally constituted agency of local unit of government exercising powers that may affect water resources) wholly or partly within the River Raisin Watershed basin may become a Member Government and appoint a Member Government Representative to the RRWC upon a finding by the RRWC that the local agency is so affected by or concerned with the use and development of water resources in the River Raisin Watershed basin as to warrant representation. If any local unit of government is represented under this subdivision, its population in the watershed shall not be counted in determining the eligible total representatives of its county.

SECTION (2) – TERM

Representatives of the RRWC shall be appointed by their Member Government for two (2) years, but are subject to replacement at the pleasure of the Member Government. A representative is not eligible to vote unless the Member Government has met its financial obligations to the RRWC, as provided in Article VII, Section (2).

SECTION (3) – CONTACT INFORMATION

Each Member Government shall provide a written designation of its official representative(s) and official alternate, giving complete contact information, including e-mail address. Such designation shall remain in effect until other such designation is provided by the Member Government.

SECTION (4) – CONDUCT

A. The RRWC is an organization classified under 501(c) (3) of the Internal Revenue Code. As a federally tax-exempt, Michigan nonprofit organization, the RRWC must adhere to restrictions and responsibilities in order to keep this status.

B. As outlined in the IRS 501(c) (3) regulations, the RRWC shall not participate in, or intervene in (including publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

C. RRWC Member Governments are also prohibited from using any property of the RRWC for personal purposes. This includes using the RRWC's tax-exempt status for personal purchases.

SECTION (5) – ASSOCIATE (NON-VOTING) MEMBERS

Any person, business, or non-governmental organization with an interest in water resources of the River Raisin Watershed is eligible to become an associate non-voting member ("Associate Member") of the RRWC, for a renewable one (1) year term. Such individuals or organizations may become Associate Members by submitting a membership form and contributing the required financial support annually as defined in the current membership dues schedule.

ARTICLE III

MEETINGS OF THE MEMBERSHIP

SECTION (1) – ANNUAL MEETING

The RRWC shall meet once per year. The date and time of the meeting shall be set by the Executive Committee. Notice shall be sent at least 30 days in advance of the annual meeting as provided in Article III, Section (5). All meetings of the Board of Directors shall be public meetings, and public notification procedures shall follow the requirements of P.A. 267 of 1976, the Open Meetings Act.

SECTION (2) - SPECIAL MEETINGS

Special meetings of RRWC may be called by the Chairperson or by a majority of the Executive Committee. Notice and purpose of any such special meeting, stating the time and place thereof, shall be sent at least seven (7) days before the time set for such meeting as provided in Article III, Section (5).

SECTION (3) - QUORUM

Fifty Percent (50%) of the Member Government Representatives then in office shall constitute a quorum for the transaction of business.

SECTION (4) - PARLIAMENTARY AUTHORITY

At the discretion of the Chairperson, meetings of the RRWC shall be conducted in accordance with Robert's Rules of Order, Newly Revised, except that in any situations where Robert's Rules of Order, Newly Revised, conflicts with these bylaws, these bylaws shall govern.

SECTION (5) – NOTICE

Notices to the clerk of each Member Government and to their respective Member Government Representative shall generally be given via email. The RRWC will attempt to notify the clerk of eligible non-member governments of RRWC meetings if his/her email address is public or has been provided to the RRWC.

ARTICLE IV

VOTING

SECTION (1) - Each Member Government Representative shall have one (1) vote on matters that come before the RRWC. Votes shall be cast by Member Government Representatives present, otherwise by official alternates. Matters of concern to the RRWC shall be decided by a majority vote of Member Government Representatives present at a meeting, except as specified in Article XI, Section (1).

SECTION (2) - No Member Government Representative shall be eligible to vote on matters before the RRWC unless their appointing Member Government's financial obligations to the RRWC have been met as per Article VII Section (2).

SECTION (3) - Associate Members shall not be entitled to vote on matters coming before the Board of Directors. They may vote on special committees, with one (1) vote allotted per individual serving on that committee.

ARTICLE V

GOVERNANCE

SECTION (1) – BOARD OF DIRECTORS

A. The RRWC shall be governed by the Member Government Representatives, operating collectively as a Board of Directors.
B. Compensation: Directors shall serve without compensation except that they may receive reimbursement for expenses as determined by policies established by the Board of Directors.
C. Conflict of Interest: Notwithstanding any other provision of these bylaws, no person serving on the Board of Directors shall be paid staff or interested persons. For purposes of this Section, "interested persons" means either (a) Any person currently being compensated by the RRWC for services rendered it within the previous twelve (12) months; or (b) Any close relative of such "interested person." No board member, or their immediate family, should benefit financially in any way from their volunteer role as a board member for RRWC. If at any time a board member believes a potential or real conflict of interest exists, they are required to disclose that conflict. Additionally, the board member should recuse themselves from commenting or voting on the matter(s) at hand.

SECTION (2) - EXECUTIVE COMMITTEE

A. MEMBERSHIP OF THE EXECUTIVE COMMITTEE

1. EXECUTIVE COMMITTEE: Seven (7) Member Government Representatives shall constitute an Executive Committee. Each County described in Article II, Section (1) (B) shall be entitled to appoint one (1) Member Government Representative to the Executive Committee (Lenawee, Monroe, Washtenaw) provided that at the time of such appointment the County has fully paid its financial obligations to the RRWC as required by Article VII, Section (2). The Executive Committee shall have such powers as are prescribed in the bylaws, or may be, from time to time granted to it by resolution of the RRWC. Executive Committee members (other than appointees named by a County that has met its financial obligations to the RRWC as set forth above) shall be elected by the Board of Directors each year at the annual general membership meeting. Executive Committee member terms will begin on January 1 of the following year.
2. 2. VOTING AND ROLE OF ALTERNATES: Each of the seven (7) Members described in Section (2)(A)(1) shall have one (1) vote on matters that come before the Executive Committee. Votes shall be cast by Members present. In the absence of a Member of the Executive Committee, their alternate, as described in Article II, Section 3, shall be allowed to fully participate in all discussion, to vote on motions, but not to perform functions of any officer.
3. VACANCY: In the event that an Executive Committee position becomes vacant, a quorum of the Executive Committee shall make an interim appointment from the qualified Member Government Representatives. The unexpired term shall be filled by election at the next annual meeting of the Board of Directors .
4. REGULAR MEETINGS: The Executive Committee shall meet at least five (5) times per year with dates to be announced at or near the beginning of each fiscal year. A quorum of the Executive Committee shall be four (4) members.

5. SPECIAL MEETINGS: Special meetings of the Executive Committee may be called by the Chairperson, or at the request of any three (3) Member Government Representatives on the Executive Committee. Notice and purpose of special meetings must be given at least seven (7) days in advance through any means.
6. REMOVAL: Any Member Government Representative, except for County member representative or alternate, on the Executive Committee may be removed from the Executive Committee by a majority vote of the Board of Directors.
7. ATTENDANCE: Any Member Government Representative except for County member representative or alternate, of the Executive Committee is automatically removed with three unexcused absences as determined by the Chairperson.
8. PARTICIPATION IN MEETINGS BY REMOTE COMMUNICATIONS EQUIPMENT: A member of the Executive Committee may participate in a meeting by conference telephone or similar communications equipment by means of which all people participating in the meeting can hear one another. Participation in a meeting and in this manner constitutes presence in person at the meeting thereby contributing to a quorum.

B. POWERS OF THE EXECUTIVE COMMITTEE

1. The Executive Committee shall supervise all the facets of the operation of the RRWC and shall assess the performance of any Executive/Program Director hired by the RRWC.
2. The Executive Committee shall review and approve, for recommendation to the Member Government Representatives, the budget, policies, work plan, strategic plan and long range goals.
3. The Executive Committee shall be responsible for the procurement of monies to fulfill responsibilities pursuant to the protection and restoration of the River Raisin Watershed.
4. The Executive Committee shall review and consider all recommendations made by the Member Government Representatives.
5. The Executive Committee shall perform any other functions designated by the Member Government Representatives.

C. OFFICERS OF THE EXECUTIVE COMMITTEE

1. Designation of Officers: Officers of the Executive Committee shall be elected by the Board of Directors at the annual general membership meeting. Officers shall be Chairperson, Vice-Chairperson, Secretary and Treasurer, and shall be qualified Member Government Representatives of the RRWC. Officer terms will begin on January 1 of the following year.
2. Terms of Office: Officers shall serve a period of one (1) year but shall continue in office after that time, if necessary, until their successors are qualified and elected, providing they remain qualified to serve. In addition, officers are not allowed to run for more than six (6) consecutive terms in the same office.
3. Chairperson: The Chairperson shall be the President of the RRWC. He/she shall preside over all meetings. He/she shall see that all orders and resolutions are carried out. The Chairperson shall be entitled to a vote on all matters.

4. Vice-Chairperson: The Vice-Chairperson shall perform the duties and exercise the powers of the Chairperson as needed. The Vice-Chairperson shall perform such duties as may be assigned.
5. Secretary: The Secretary shall keep, edit, produce and distribute minutes. The Secretary may be assigned other duties as deemed appropriate.
6. Treasurer: The Treasurer shall supervise the management and disbursement of funds by the staff of the RRWC and the preparation of financial reports. All monies of the RRWC shall be kept in a general fund, except as may be subscribed or contributed for some specific purpose, in which case such monies shall be placed or accounted in a separate fund for such purposes.
7. Ex-Officio Members: The immediate Past Chairperson and the Executive/Program Director hired by the RRWC shall be non-voting members of the Executive Committee.
8. Nominations to the Executive Committee: At least 30 days prior to the annual general membership meeting, the Chairperson, with concurrence of the Executive Committee, shall appoint a Nominating Committee of a minimum of three (3) persons. Additional nominations may be made from the floor by Member Government Representatives present at the meeting. Nominees must be qualified per Article V, Section (1), and Section (2) (C) (2).

SECTION (3) - OTHER COMMITTEES

Other committees or subcommittees as are deemed helpful in the discharge of the RRWC's functions may be established by action of the Executive Committee. The Chairperson shall recommend the members of such committees, subject to the approval of the Executive Committee. Such other committees will not have decision-making powers and their members may include persons from outside of the RRWC.

ARTICLE VI

INDEMNIFICATION

SECTION (1) – DIRECTORS AND OFFICERS

A. The RRWC shall indemnify the Executive/Program Director, members of the Executive Committee and the Board of Directors, and employees authorized by the Executive/Program Director against expenses arising from activities of the RRWC, including reasonable attorney's fees, judgments, decrees, fines, penalties, amounts paid in settlement and other liabilities in connection with the defense of any pending, or threatened action, suit, or proceeding whether criminal, civil, administrative, or investigative, to which such person is or could reasonably expect to be made party to while acting in their capacity with the RRWC, to the fullest extent authorized or allowed by the laws of the State of Michigan.

B. The indemnification provided by this section shall not be deemed exclusive of, or in any way to limit, any other rights to which any person eligible for indemnification may be or may become entitled as a matter of law, or pursuant to these bylaws, agreements, insurance coverage or otherwise.

C. The extension of rights of indemnification hereunder by liberalization of any existing law of the State of Michigan shall not be construed as limiting any right of law. It is the intention of this provision that any liberalization of the law of the State of Michigan

shall inure to the benefit of those persons entitled to indemnification. No change in the law of Michigan decreasing the rights of indemnification shall be deemed to derogate from or decrease any right of indemnification which shall have accrued or vested prior to the change in such law.

ARTICLE VII

FUNDS AND FINANCES

SECTION (1) - ANNUAL BUDGET

The Executive Committee shall have the authority to create for adoption by the RRWC for the RRWC's fiscal year, funds needed to carry out its program(s), to adopt annual operating budgets and to establish apportionment of costs. Notice, as provided in Article III, Section (5) of these bylaws, of the proposed budget for the next fiscal year shall be sent to each Member Government 30 days before the annual meeting. If a quorum is not present at the annual meeting to adopt the budget for the next fiscal year prior to the beginning of the fiscal year, the Executive Committee shall meet to adopt the budget prior to the fiscal year. Approval of the adopted budget shall take place at the next general membership meeting.

SECTION (2) - DUES APPORTIONMENT

Member Government dues are based on the population residing in the governmental unit's land area within the River Raisin Watershed using current U.S. census data published every ten years.

Upon recommendation of the Executive Committee, the Board of Directors may modify dues with a majority vote at the annual general membership meeting with a quorum present.

Dues are payable by each Member Government to apply to the specified fiscal year on a date established by the Executive Committee. Dues paid late may not be pro-rated or reduced.

SECTION (3) - SPECIAL PROJECT FUNDS

The Executive Committee may establish special project funds as needed to finance special studies outside its annual budget capacity and for this purpose the RRWC may accept gifts and grants from private individuals, corporations, and local, state or federal governments, and agencies thereof.

SECTION (4) - DISBURSEMENT OF FUNDS

The Executive Committee shall have the power to spend the funds of the RRWC for any purpose which it determines will advance the purposes and objectives of the RRWC as set forth in these bylaws, except that monies in any special fund or account shall be used only for the purpose for which that fund or account was created. Surpluses after completion of the special project may be transferred to the general fund (or general fund account) of the RRWC.

SECTION (5) - OUTSIDE FINANCIAL INSPECTION

The Executive Committee shall conduct an audit every year.

SECTION (6) - FISCAL YEAR

The fiscal year for the RRWC shall be the calendar year, January 1 to December 31.

SECTION (7) – STAFF

The Executive Committee is authorized to employ an Executive/Program Director and such other professional, administrative or clerical staff, including consultants, as may be provided for in an approved budget or in special project funds.

ARTICLE VIII

NONDISCRIMINATION

SECTION (1) – NONDISCRIMINATION

It shall be the policy of the RRWC to provide equal membership, service and employment opportunities to all persons without regard to race, creed, color, sex, sexual orientation, gender, gender identity, sensory of physical handicap, age, height, weight, marital status, parental status, veteran status, organizational membership, national origin, ethnicity, citizenship or political or religious belief.

ARTICLE IX

BONDS

SECTION (1) - BONDS

Before entering upon the duties of office, if requested by the Executive Committee, officers shall procure a bond satisfactory to the Executive Committee conditioned on faithful performance of the duties of his/her office and on restoration to the RRWC upon the termination of his/her tenure, all books, papers, vouchers, money and property of whatever kind in his/her possession or under his/her control belonging to the RRWC. By action of the Executive Committee employees may be required to furnish such bonds in such amounts and on such terms and conditions as the Board of Directors may require. Premiums for such bonds shall be paid by the RRWC.

ARTICLE X

REPORTS

SECTION (1) - ANNUAL REPORT

The RRWC shall make an annual report of its activities to the Member Governments. The annual report shall consist of a financial statement, yearly audit and an update of RRWC activities for the year. The Annual Report will be made available electronically and shall be distributed to Member Governments and to organizations or individuals requesting the report

ARTICLE XI

AMENDMENTS OF BYLAWS

SECTION (1) - AMENDMENTS OF BYLAWS

The RRWC shall have the power to recommend alterations, amendments or repeal of bylaws with the substitution of new bylaws. Amendments to these bylaws shall be proposed by the Executive Committee and approved by a two-thirds (2/3) majority of the Member Government Representatives present at a meeting.

SECTION (2) - NOTICE OF PROPOSED AMENDMENTS

Proposed amendments to the bylaws shall be sent to the clerk of each Member Government and to their respective Member Government Representative at least thirty (30) days before the date of a meeting to consider same, as provided in Article III, Section (5).

ARTICLE XII

DISSOLUTION

SECTION (1) - DISSOLUTION

In the event of dissolution of the RRWC, after all liabilities are met, any assets or monies thereof shall be distributed to a non-profit fund or foundation which is organized and operated exclusively for similar educational, scientific or conservation purposes and which has established tax exempt status under the 501 (c) (3) of the Internal Revenue Service. The organization(s) which are beneficiaries of this action will be determined by the Executive Committee at the time of dissolution.