

Proposed Bylaws for the Stewardship Advisory Council

The Stewardship Advisory Council was formed by the DNR Secretary in 1994 in order to provide the agency with, as described at the time, “input and communication from various segments of the conservation community” regarding the “key component of the program – cooperation and partnership between the DNR, local units of government and nonprofit organizations.” When this Council was founded, the Secretary described goals guidelines for the Council’s composition and function: the Stewardship Advisory Council has functioned according to those guidelines for 20 years.

This Council has served five DNR Secretaries, providing valued policy advice through the Stewardship program’s reauthorization, several revisions to relevant statute, creation and revision of Administrative Code and several policy questions arising from 25 years of Stewardship projects on Wisconsin’s landscape. The Council continues to be an important resource to DNR administrators.

At the encouragement of DNR Secretary Cathy Stepp, and for the sake of consistency among other DNR advisory councils, the Stewardship Advisory Council translated those long-standing guidelines into formal bylaws describing the role and function of this advisory body.

The proposed bylaws are largely, in many cases *verbatim*, a reiteration of the original guidelines for Council function. The Council and Secretary’s office welcome public input on these guidelines before they are formally adopted by the Council.

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Stewardship Advisory Council Bylaws – Proposed 3.05.2016

I. Overview

The Wisconsin Legislature created the Knowles-Nelson Stewardship Program (the “Stewardship Program”) in 1989 to preserve valuable natural areas and wildlife habitat, protect water quality and fisheries, and expand opportunities for outdoor recreation. The Stewardship Program has been reauthorized by the Wisconsin Legislature in 2000 and 2007.

The conservation and recreation goals of the Stewardship Program are achieved through the acquisition of land and easements, development of recreational facilities, and restoration of wildlife habitat.

In 1994 the Department Secretary created the Stewardship Advisory Council (“Council”), consisting of representatives from a diverse range of stakeholder groups, to advise the Department on policy and administrative issues relating to implementation of the Stewardship Program. The Council advises Department on policy and administrative issues, fosters collaborative land protection efforts and increases citizen involvement in the State’s natural and recreational resources relating to the Knowles-Nelson Stewardship Program.

These procedural bylaws are intended to guide the operation and organization of the Stewardship Advisory Council (“Council”). They are established for the guidance of individual Council members, for the guidance of Wisconsin Department of Natural Resources (“Department”) personnel and for public information.

II. Purpose

The purpose of the Stewardship Advisory Council is to advise, at the request of the DNR Secretary and Board the Department related to the Knowles-Nelson Stewardship Program

III. Functions

- a. Advise the Wisconsin Department of Natural Resources on policy and administrative issues relating to the Knowles-Nelson Stewardship Program, within the statutory scope and authority of the program.
- b. Foster collaborative land conservation efforts between the Department, the nonprofit sector, governmental units, and private entities through the Stewardship Program.
- c. Explore ways to increase citizen involvement in the conservation and management of the State’s natural and outdoor recreation resources through the Stewardship Program.

IV. Goals

- a. Advise the Secretary’s office in development of administrative policy and process within the statutory scope and authority of the Stewardship Program, monitor implementation to confirm intended outcomes and identify unintended consequences that limit effectiveness and efficiency in achieving program goals.

- b. Identify issues, develop and analyze options, and recommend plans for resolution while supporting and complementing goals and activities of partners.
- c. Promote the conservation and recreational use of the natural resources of Wisconsin through the Stewardship Program.
- d. Assure transparent effective and efficient administration of Stewardship grant programs.
- e. Foster communication between the Department, nonprofit organizations, and local units of government and elected officials.

V. Composition of the Council:

- a. The Council shall be comprised of 12-20 members. Members are appointed by the Secretary for three-year terms. Membership of the Council shall include, but is not limited to, the following:
 - Gathering Waters Conservancy
 - WI County Forests Association
 - Ice Age Trail Alliance
 - Wisconsin Conservation Congress
 - Statewide Organization Representing Local Units of Government
 - Statewide Nonprofit Conservation Organizations
 - Should have direct experience applying for Stewardship grants
 - Shall include a representative from The Nature Conservancy
 - Local Land Trusts
 - Should have geographical variation
 - Local Units of Government
 - Should have geographical and demographical variation
 - Statewide Sportsman Organizations
- b. Organizations shall submit nominations to the Secretary for review and appointment. As many nominees are involved with a variety of organizations, nominations should include a listing of those organizations and which one(s) the nominee proposes to represent.
- c. A member of the Council may attend the meetings of the Council, vote upon questions that are considered by the Council and serve on and vote in committees established by the Council.
- d. In the event that an organization listed under V.a. (above) chooses not to fill their seat for a given term, the Council may request a representative from a similar organization for Council membership. Nominations shall be submitted to the Secretary for review and appointment.
- e. At the end of a term period, members may resign or request reappointment for a new three-year term. Members and representative organizations are not subject to term limits.
- f. *Memberships that are conditional upon affiliation with an organization shall be concurrent with the member's role at the organization.* In case of vacancy, a member who represents an organization may be replaced by another representative from that same entity for the remainder of the membership term. If no replacement can be found within the affiliated organization, then a representative of a similar organization, as determined by the Council, may be nominated.
- g. At least 4 members shall represent nongovernmental organizations that own and manage land for conservation purposes and/or have direct experience with the Stewardship Program.
- h. At least 4 members shall represent local units of government.

- i. Council membership should be representative across the state: specifically, at least 3 members shall be from the northern half of the state, and 3 members shall be from the southern half.
- j. The Secretary shall have the ability to enlarge the Council for specific needs as they arise.

VI. Department Staff:

- a. The Council will be staffed by the Stewardship Grant Manager for nonprofit conservation organizations and the Stewardship Grant Manager for local units of government. The Department Secretary may assign other Department Staff as non-voting members to the Council.
- b. One of these Department Staff will be designated by the Department as the Department Staff Liaison who is responsible for providing messages, requests and information to the Council from the Department Secretary and vice versa. The Department Staff Liaison shall be responsible for maintaining minutes of all Council meetings, maintaining records of attendance at all meetings, safeguarding all documents, providing public notice and maintaining reports as directed by the Council. Department Staff are not considered members of the Council.

VII. Communications

- a. The Council may communicate directly with representatives of the Department, including the Secretary, and solicit responses from the Department. However, no member of the Council other than the Chairperson(s) of the Council or other Council member appointed, may speak in the name of the Council or act in its behalf without the prior authorization of the Council or its Executive Committee.
- b. **Minutes of meetings of the Council.** A roster and mailing list will be maintained of all agencies and individuals who are to receive the minutes. Members of the public shall have access to minutes via Department Staff Liaison.
- c. The Council may submit a request to the Department Secretary to share written material related to the Stewardship Program with the Natural Resources Board .
- d. Upon the request of the Secretary, the Council shall provide a representative to assist Department staff with the presentation of said material to the Natural Resources Board.
- e. **Annual Report.** The Council will prepare an annual report and provide it to the Department Secretary. Reports will be distributed as requested and deemed appropriate, but may include distribution to Council members, appointing agencies, selected members and units of the legislature, and the Department and its board.
- f. Executive Committee will meet with the Secretary, or their Designee, two times annually.

VIII. Selection of Chair, Terms and Committees:

- a. Chairpersons(s): With advice from the Council members, the Secretary will select a member or two members of the Council to serve as Chairperson(s). The Secretary may delegate selection of a Chairperson(s) to Council. If delegated to the Council, the Chairperson(s) shall be elected through a majority vote of Council members present at the meeting closest to July 1st of each year.
- b. Terms: The term of office for the Chairperson(s) shall be one year.
- c. Committees: The Chairperson(s) may establish committees and appoint members to

those committees as deemed appropriate to implement the functions and goals of the Council. Each committee shall choose a Member to chair the committee. Committees will meet according to schedules directed by the Council or as established by the committee, as appropriate to committee assignments. Committees will inform the Council of meetings held and be responsible for preparing their own (written or oral) reports which will be given at meetings of the Council as appropriate or requested.

- d. Vice Chair: The Council may select a Vice Chair. The role of Vice Chair is to participate in the Executive Committee and run meetings where the Chairperson(s) is not available.
- e. The Executive Committee: The Chairperson(s) may recommend to the Council an Executive Committee to consist of the Chairperson(s), Vice Chair, and at least one other Council member, but no more than three other Council members. The Executive Committee must be approved by the Council by a two-thirds vote of members present at the meeting closest to July 1st. The Executive Committee shall have and may exercise all the powers of the when the Council is not in session all the powers of the Council in the management of the business and affairs of the Council.

IX. The Chairperson(s) and the Vice-Chair:

- a. With input from the Department Staff Liaison and Council members, the Chairperson(s) shall set the agenda for each meeting of the Council. Additional agenda items may be submitted by any Council member at least 10 days prior to the scheduled meeting date.
- b. Assign duties to ad hoc and standing committees with approval of the Council.
- c. Supervise preparation of reports, resolutions and other communications containing Council information, requests and other actions subject to approval by the Council.
- d. Have any other responsibilities as authorized or requested by a vote of the Council.
- e. Shall serve on the Executive Committee.

X. Compensation of Members

Members of the council serve in a voluntary capacity and at their own expense; the Department is unable to provide compensation for services or expenses.

XI. Meetings:

- a. The council recognizes July 1 as the start of its administrative year. The Council will meet two times per year or as needed and may meet at other times on the call of the Chairperson or a majority of the Council's members. One of these meetings shall be held in as close to July 1st as possible to accommodate reporting and other annual duties such as election of Chairperson(s).
- b. The Council Chairperson(s) shall notify the Department Secretary of routine absences. Members who have three or more unexcused absences without prior arrangements may be asked to resign from the Council. An unexcused absence is when a Member does not inform the Department Staff Liaison or the Chairperson(s) of absence more than three days in advance of the meeting.
- c. Minutes: Minutes will be prepared by the Department Staff Liaison, with assistance from the Chairperson(s) and Vice Chair staff and will be distributed to council members at least five days prior to the next meeting along with the agenda for that meeting. Once approved by the Council, the minutes will be posted on-line and available upon request.
- d. Notices: Public notice must be made by the Department Staff Liaison at least 24 hours prior to the meeting. The normal Department announcement processes are used for this purpose
- e. Teleconferences: Attendees participating in a meeting via teleconference shall be considered as full participants in the meeting.
- f. Agendas: Agendas are to be sent to the Council Members and other stakeholders no less than five days prior to the scheduled meeting.
 1. A member of the Council who cannot attend a meeting may, after receiving the agenda of matters, submit to the chairperson their comments on matters from the agenda. The chairperson shall include these comments in relevant discussions during the meeting, but the absent member is not included in the quorum and does not vote.
 2. A member of the Council may bring up additional matters not submitted by the committees of the Council at any regular meeting.
 3. All Council and committee meetings shall be open to the public and shall include an opportunity for public comment.

XII. Manner of Acting:

- a. Ordinary council business shall be conducted by motion of the membership and subsequent action of the quorum. Items of special importance such as policy or council position statements will be by resolution.
- b. A quorum is reached when at least half (>50%) of the members of the Council are present at a meeting, either in-person or via teleconference.
- c. Each SAC member shall have the option to file a minority report as the occasion arises.
- d. The rules contained in the most current edition of Robert's Rules of Order shall govern all Council and Committee meetings.

XIII. Publications

- a. The Council shall issue a report to the Department Secretary by July 31st, for the previous year's activities. Report shall include a summary of Council activities the prior year and priority activities for the upcoming year.
- b. At the direction of the Department Secretary, the Council may develop documents that are consistent with the purpose and goals of the Council.

XIV. Bylaw Revision, Adoption and Amendments

- a. Changes to Council bylaws may be made if such changes are presented in written form at a regular meeting of the Council and approved by two-thirds majority vote or the members present at the next regular Council meeting and approved by the Department Secretary.
- b. These Bylaws shall be deemed adopted when approved by a majority of the voting members of the Stewardship Advisory Council in attendance at the meeting upon which a vote on these Bylaws and approved by the Department Secretary.
- c. The bylaws shall be reviewed on a regular basis, approximately every 5 years or as deemed appropriate for changes in the Stewardship Program.