



Nebraska's Natural Resources Districts

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To: NARD Board and NRD Managers
From: Dean E. Edson, Executive Director
Re: By Law Changes
Date: August 18, 2022

Attached are three drafts of revisions to By-Laws for the NARD, NARD Foundation and NARD Risk Pool. At the NARD Board meeting on Tuesday, these revisions have been approved by the respective boards to be sent out to the districts for consideration. Final action will occur at the November 7, 2022, meeting in Wahoo.

At the March 2022 meeting, the Executive Committee asked that I work with Don Blankenau and start going through the by-laws for revisions that reflect current practices and look at any updates that may be needed.

Below is a summary of such work.

NARD By-Laws

1. Update through the document to make the corrected reference to NARD as an “Association” not a “Corporation”. (*Throughout the document*)
2. Allows for the meetings of the NARD Board to be held concurrent with the meetings of the Nebraska Association of Resources Districts Foundation Board of Directors. (*Pg. 3*)
3. Eliminate a reference that no member of the Nebraska Natural Resources Commission shall be qualified to serve as a member of the Board of Directors. I am not sure that is relevant anymore. (*Pg. 3*)
4. Clarify that Board members “may” be compensated if their district does not pay expenses. (*Pg. 4*)
5. Update that written notices can also be sent to board members and district offices by electronic means. (*Pg. 4*)
6. Clarify that the Executive Director shall serve in an *ex officio*, advisory capacity on the Board of Directors and shall not have a vote. (*Pg. 5*)
7. Reinforce that duties of the Executive Director is to include but not be limited to, providing advice and recommendations for modifications to programs, to the District Managers Committee and any recommendations of the District Managers Committee to the Executive Committee for any action. (*Pg. 6*)
8. Three changes to the Executive Committee: 1) Clarifies the Past-President is a committee member and can vote, rather than being an ex-officio, non-voting member; 2) Reinforces that the Committee meetings can be held concurrent with the Foundation; and 3) The Committee shall establish award nomination deadlines and all voting procedures for annual association awards. (*Pgs. 6-7*)
9. Eliminate references to managers as ex-officio, non-voting members of committees. This has never been in practice for over 25 years. It still allows managers, other employees, and other board members to attend meetings. Also see #7 above. (*Pgs. 8-9*)
10. Add that the Budget, Legislative, I&E and Program committees can handle the business of the Foundation related to their respective duties concurrently if necessary. (*Pg. 8*)
11. Update the I&E Committee in four areas as follows: 1) Eliminates the limit educational competitions to Land Judging and the Envirothon and expands it to all programs that may be developed; 2) Encourages working with local districts on such programs; 3) Encourages development of more public relations and educational materials; and 4) Allows for development of criteria for awards. (*Pg. 9*)

12. Update the Program and Planning Committee in the following areas: 1) Adds development and review of the NARD Strategic Plan; and 2) Expands the duties for planning, evaluation, and growth of conferences, events, and trainings in which the Association is involved. *(Pg. 9)*
13. Updates the representation to the NACD Board, appointed by the Executive Committee, so it does not have to be a Past-President, or other current officer, but can be any member of the Board. *(Pg. 11)*
14. Updates Other National Functions so that it permits reimbursement of attendance for a board representative attending other national organizations if approved by the Executive Committee. Examples would be National Water Resources Association, National Groundwater Management Districts Association, etc. *(Pg. 11)*
15. Other minor grammatical correction for singular/plural, he/she, hyphens, commas, fonts, etc.

NARD FOUNDATION By-Laws

No electronic version of the By-Laws could be found. Paper copies were destroyed by the 2020 fire.

- 1) A new set is proposed that mirror the NARD by-laws that allows for board and committee meetings to be held concurrently as we have for the past 25 years.
- 2) Officers, Board and Committee members are the same as the NARD.
- 3) All proposed changes with the NARD By-Laws are incorporated into the Foundation so it is seamless.

NARD RISK POOL By-Law Changes

1. Clarifies the board has powers and responsibilities for the entire agreement, rather than limiting them to sections 4 & 6. *(Pg. 5)*
2. Clarifies the board powers and responsibilities are also spelled out in the By-Laws. *(Pg. 5)*
3. Eliminate a reference that no member of the Nebraska Natural Resources Commission shall be qualified to serve as a member of the Board of Directors. This is not relevant anymore. *(Pg. 5)*
4. Allows for electronic communication for notices and other related business. *(Pg. 5)*
5. Clarify that the Executive Director shall serve in an ex officio, advisory capacity on the Board of Directors and shall not have a vote. This mirrors the NARD By-Laws. *(Pg. 6)*
6. Clarifies the Past-President is an Executive Committee member and can vote, rather than being an ex-officio, non-voting member. This mirrors the NARD By-Laws. *(Pg. 8)*
7. Expands the Executive Committee to include the Chairpersons from the Legislative and Information Committees of the NARD Board. These members are currently on the Risk Pool Board. This makes the Executive Committee members the same for both organizations (NARD and the NARD Risk Pool) so committee meetings can be seamless. This has also been current practice. *(Pgs. 8-9)*
8. Eliminates the ex officio manager appointment to the Audit and Budget committee. This position has not been used as managers/employees are on the Loss Control Committee. *(Pg. 9)*
9. Clarifies the Loss Control Committee makes recommendations to the Board to adopt policies. This eliminates any confusion that the committee can take action without board approval or notification. *(Pg. 10)*
10. Clarifies the Stop Loss committee, and subsequently the board, provides direction to the Executive Director to prepare and complete reports, review and ensure claims are being handled properly. *(Pgs. 11-12)*
11. Clarifies the risk pool is operating on a fiscal year for related meetings. We are proposing to eliminate the specific quarter in which certain meetings must be held. These do not line up with current practices. For example, we have been accepting bids on reinsurance in the fourth quarter of the fiscal year for the next fiscal year since inception. *(Page 12)*
12. Updates the budget process to the current practice of working with the Stop Loss Committee beginning in April with a proposal forwarded to the Board of Directors in May. Final approval still occurs in June. The practice has been to get at least 9-months of claims history before starting the budgeting/premium change process. March is too early in the fiscal year to develop a projection for the next year. Language is also added that the board reviews and approves the financials at each meeting. *(Pg. 14)*
13. Other minor grammatical correction for singular/plural, he/she, hyphens, commas, fonts, etc.