

## Proposed Bylaw Changes

1. The purpose for which the Corporation is organized is as follows:

1.1. To protect and improve the surface and ground water resources and the natural systems of the Cannon River Watershed and Southeast Minnesota, to coordinate existing local and state government and citizen resources in the implementation of local water plans and a sense of "watershed pride" through education, information, and special events, and to generally provide for cooperative resource management and protection of the Cannon River Watershed.

3.1. Meetings: Meetings of the members may be held at:

3.1.1. The registered office of the Corporation; or

3.1.2. Any place within the Cannon River Watershed of the State of Minnesota designated by the Board of Directors pursuant to the authority of this Section.

3.1.3 The Articles of Incorporation do not authorize the Board of Directors to take action without a meeting. However, special meetings may be called pursuant to Art. 4.3 and the Executive Committee may act on behalf of the Board pursuant to Art. 7.3.1.

3.2. Annual Meetings: ~~Members~~ Clean River Partners must hold an annual meeting for the election and confirmation of directors as provided in Article Four and for the transaction of any other business. —Annual meetings will normally be held in May of each year.

7.1. The Board of Directors shall designate an Executive Committee and such standing and special committees as is necessary to carry out the business of the Corporation. The chair of the board of directors shall appoint the members of each committee pursuant to Art. 5.2.3.

7.3 Executive Committee: The Chairperson shall appoint an Executive Committee consisting of the officers of the corporation and up to three (3) other members of the Board of Directors, providing as much geographical distribution as ~~possible~~ practicable.

## Proposed Articles of Incorporation Changes

Clean River Partners is dedicated to promoting the mission of clean water in the Cannon River Watershed and Southeast Minnesota.