

**KANDIYOHI COUNTY AND CITY OF WILLMAR ECONOMIC DEVELOPMENT COMMISSION (EDC)  
JOINT POWERS BOARD OF COMMISSIONERS ANNUAL MEETING  
MINUTES  
January 22, 2015  
EDC Office, Willmar, MN**

Present: Denis Anderson, Jim Butterfield as designated alternate for Harlan Madsen, Marv Calvin, Ron Christianson, Roger Imdieke and Doug Reese

Staff: Steven Renquist, Executive Director and Connie Schmoll, Business Development Specialist

Excused: Harlan Madsen

Media: David Little, West Central Tribune

Secretarial: Nancy Birkeland, Legal & Administrative Assistants, Inc. (LAA)

Chairperson Denis Anderson called the meeting to order at approximately 11:30 a.m. and welcomed the new board members.

**MINUTES—**

IT WAS MOVED BY Ron Christianson, SECONDED BY Jim Butterfield, to approve the minutes of the October 23, 2014 meeting of the Kandiyohi County and City of Willmar Economic Development Commission Joint Powers Board of Commissioners as e-mailed. All present voted in favor by roll call.

**TREASURER'S REPORT—** Steve Renquist presented the financial reports for periods ending October 31, November 30 and December 31, 2014 and reviewed with the board the most recent Balance Sheet. Board members asked for clarification on how the EDC may use its reserve funds. Nancy Birkeland noted with the presentation of the 2013 audit, Jim Ruff stated the undesignated funds of \$428,360, can be used at the discretion of the Joint Powers Board. Renquist will clarify this for the board.

IT WAS MOVED BY Marv Calvin, SECONDED BY Ron Christianson, to accept the Kandiyohi County and City of Willmar Economic Development Commission financial reports for periods ending October 31, November 30 and December 31, 2014, subject to audit. All present voted in favor by roll call.

**REPORTS**

[Connie Schmoll joined the meeting]

**Economic development activities.** Connie Schmoll updated the board on the BRE business survey the EDC conducted in conjunction with the Willmar Lakes Area Chamber of Commerce Grow Minnesota! program. Sixty business leaders helped interview 83 businesses in a one-month time span. Seventeen businesses declined participation. Data from an additional 30 businesses previously surveyed by the Grow Minnesota! program has also been received. A half day workshop will be held February 25, 2015 for those who participated in the survey process to review the data. Linda Mathiasen will facilitate the workshop and do a SWOT analysis. A public presentation of the data will be held 7:30-9:00 a.m., March 18, 2015 at the Willmar Conference Center. A committee will be convened after the data is reviewed and select projects to move businesses forward in Kandiyohi County. A small committee immediately reviewed the survey responses and Renquist, Schmoll, Ken Warner and Les Nelson have been responding to red flag items. Businesses were assured their individual responses will be held confidential. Schmoll reported the first feasibility study on a hotel in the New London-Spicer area came back positive showing a need and a market for a hotel. Roger Imdieke reported the second part of the feasibility is a market share analysis that will be available mid-February. Marv Calvin noted all responses he has heard from the survey have been very positive. Ron Christianson noted most of the business growth comes from within the county and the Willmar City Council feels it is important to visit local businesses on a regular basis. Imdieke encouraged the business database be kept up to date. Renquist informed the board that Jean Spaulding is attending a meeting of the Economic Development Association of Minnesota today.

[Schmoll was excused from the meeting.]

Renquist noted businesses surveyed were chamber and non-chamber members. Renquist reported the following: the TIGER grant is resurfacing and the board may be asked to assist with funds; the EDC has an appeal into the Veterans Administration for two proposed options for a veterans' home: use the current psychiatric facility or add a veterans only wing onto an existing nursing home. Doug Reese recommended Renquist speak with Mary Thalberg as to use of the psychiatric facility. The EDC is an active participant in Vision 2040; the EDC's Broadband Committee is working on local broadband issues and access for the entire county; Renquist continues to work with the Willmar airport authority to market the Willmar airport and increase its utilization; a local company has asked the EDC to assist with finding funding for a building in the industrial park; the EDC has been marketing the industrial park; WorkUp, a business incubator will be located at MinnWest Technology Campus (MWTC); and MWTC currently has 475 employees.

**2015 Strategic Plan.** Renquist presented and reviewed the 2015 Strategic Plan developed from the boards' planning session and on which staff will be working throughout the year (see attached). Renquist offered to provide a copy of the Wilder study for those who do not have it.

## **UNFINISHED BUSINESS**

**2014 and 2015 budget amendments.** Renquist reported the Joint Operations Board amended the 2014 and 2015 budgets by moving the \$12,000 approved by this board for moving expenses from the 2015 budget to the 2014 budget. Funds were reallocated from the Business Development Specialist's portion of the budget.

IT WAS MOVED BY Ron Christianson, SECONDED BY Roger Imdieke, to ratify the amendments made to the Kandiyohi County and City of Willmar Economic Development Commission's 2014 and 2015 budgets by removing the \$12,000 line item for moving expenses from the 2015 budget and inserting it into the 2014 budget and reallocating funds for this change. All present voted in favor by roll call.

**Joint Operations Board appointments.** Chairperson Anderson informed the board that he and EDC staff were tasked with developing a process for appointments to the Joint Operations Board. Renquist reviewed a proposed Notice of Vacancy, Application form and the current Board Member Commitment Pledge that members of both boards are asked to sign (see attached). It was suggested to change Business owner on the Notice of Vacancy to Business owner/Entrepreneur and to advertise board vacancies in the newspaper. Calvin asked that a goal be set as to the makeup of the board.

IT WAS MOVED BY Ron Christianson, SECONDED BY Jim Butterfield, to accept the Notice of Vacancy and Application form for future vacancies on the Joint Operations Board. All present voted in favor by roll call.

**Proposed Bylaw amendments.** Chairperson Anderson presented proposed amendments to the EDC's Bylaws (see attached).

IT WAS MOVED BY Roger Imdieke, SECONDED BY Ron Christianson, to amend Article I, Section 3, of the Bylaws by changing the registered office address to 222 20<sup>th</sup> Street SE, Willmar. All present voted in favor by roll call.

The board discussed the proposed amendment to Article VII regarding appointments to the Joint Operations Board with some speaking in favor of and some against the proposed amendment. Board members recommended potential Joint Operations Board members be presented in person before they are voted on.

IT WAS MOVED BY Ron Christianson, SECONDED BY Denis Anderson, to amend Article VII, Section 4 of the Bylaws as proposed.

IT WAS MOVED BY Marv Calvin, SECONDED BY Jim Butterfield, to table the motion and take the matter back to their respective governmental entities. Those voting in favor by roll call were Denis Anderson, Jim Butterfield, Marv Calvin, Roger Imdieke and Doug Reese. Ron Christianson voted nay.

It was clarified that Substitution of Members was already approved and is in the Bylaws under Article II, Section 4a.

**Employee insurance.** Renquist reported the Joint Operations Board at its December meeting recommended increasing the EDC's payment for single health insurance coverage from \$722.50 to \$850 per month per employee.

IT WAS MOVED BY Doug Reese, SECONDED BY Jim Butterfield, to approve a maximum of \$850.00 per month, per employee be paid toward staff's single health insurance coverage. All present voted in favor by roll call.

**Life and disability insurance.** Renquist informed the board that a board member previously suggested the EDC obtain life and disability insurance. No action was taken.

**Appointments to Joint Operations Board.** Renquist informed the board that Gary Gilman's term ended at the end of 2014 and Bev Dougherty's term limits expired at the end of 2014. Dougherty was the at large appointment. Calvin informed the board he is scheduled to meet with Gilman tomorrow—three other individuals have indicated an interest in the position; and Kelly TerWisscha has been recommended by the Willmar City Council to replace Dougherty.

IT WAS MOVED BY Ron Christianson, SECONDED BY Roger Imdieke, to reappoint Gary Gilman to a three-year term on the Kandiyohi County and City of Willmar Economic Development Commission Joint Operations Board. All present voted in favor by roll call.

IT WAS MOVED BY Ron Christianson, SECONDED BY Doug Reese, to appoint Kelly TerWisscha to a three-year term on the Kandiyohi County and City of Willmar Economic Development Commission Joint Operations Board as the at-large member. All present voted in favor by roll call.

## **ANNUAL MEETING**

### **Ratification of 2015 standing committees and reappointment of committee members.**

IT WAS MOVED BY Marv Calvin, SECONDED BY Jim Butterfield, to ratify the following standing committees for 2015 for the Kandiyohi County and City of Willmar Economic Development Commission:

- Agriculture and Renewable Energy Development (Ag)
- Broadband and Advanced Technology
- Business Retention and Expansion/Recruitment (BRE/R)
- Finance
- Marketing and Public Relations

and to ratify reappointment of the members who presently serve on the committees as named on the attached list. All present voted in favor by roll call.

### **Regular meeting time, date and location.**

IT WAS MOVED BY Ron Christianson, SECONDED BY Jim Butterfield, that the Kandiyohi County and City of Willmar Economic Development Commission (EDC) Joint Powers Board meet quarterly at 11:30 a.m. on the fourth Thursdays of January, April, July and October at the EDC office. All present voted in favor by roll call.

**Official legal counsel.**

IT WAS MOVED BY Marv Calvin, SECONDED BY Ron Christianson, to appoint D. Michael (Mike) Burgett of Anderson & Burgett, Willmar, Minnesota, as the official legal counsel for the Kandiyohi County and City of Willmar Economic Development Commission. All present voted in favor by roll call.

**Official legal newspaper.**

IT WAS MOVED BY Ron Christianson, SECONDED BY Doug Reese, to select the *West Central Tribune* as the official legal newspaper for the Kandiyohi County and City of Willmar Economic Development Commission. All present voted in favor by roll call.

**Approval of contracts.** Renquist informed the board that the Joint Operations Board approved his contract be renewed with a 2.5% salary increase per an annual performance evaluation.

IT WAS MOVED BY Roger Imdieke, SECONDED BY Doug Reese, to approve the 2015 Employment Agreement between the Kandiyohi County and City of Willmar Economic Development Commission and Executive Director Steven Renquist with a 2.5% salary increase. All presented voted in favor by roll call.

By consensus, the 2015 Employment Agreement with Assistant Director Jean Spaulding and the contract with Legal & Administrative Assistants were approved.

**Appointment of EDC Joint Operations Board liaison.** Doug Reese volunteered to serve as the liaison to the Kandiyohi County and City of Willmar Economic Development Commission Joint Operations Board.

**Election of 2015 officers.**

IT WAS MOVED BY Doug Reese, SECONDED BY Jim Butterfield, to elect Harlan Madsen as chairperson of the Kandiyohi County and City of Willmar Economic Development Commission Joint Powers Board. All present voted in favor by roll call.

IT WAS MOVED BY Jim Butterfield, SECONDED BY Roger Imdieke, to elect Ron Christianson as vice chairperson of the Kandiyohi County and City of Willmar Economic Development Commission Joint Powers Board. All present voted in favor by roll call.

IT WAS MOVED BY Roger Imdieke, SECONDED BY Ron Christianson, to elect Doug Reese as secretary of the Kandiyohi County and City of Willmar Economic Development Commission Joint Powers Board. All present voted in favor by roll call.

IT WAS MOVED BY Marv Calvin, SECONDED BY Roger Imdieke, to elect Denis Anderson as treasurer of the Kandiyohi County and City of Willmar Economic Development Commission Joint Powers Board. All present voted in favor by roll call.

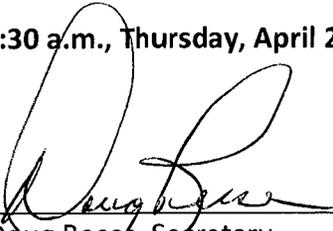
Renquist invited the board to the EDC's open house on February 20, 2015.

**ADJOURNMENT**—There being no further business,

IT WAS MOVED BY Ron Christianson, SECONDED BY Jim Butterfield, to adjourn the meeting.

The meeting was adjourned at approximately 1:46 p.m.

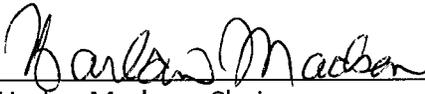
**NEXT MEETING**—The next regular board meeting is **11:30 a.m., Thursday, April 23, 2015**, at the EDC office.



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Doug Reese, Secretary

APPROVED 4/23/2015:



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Harlan Madsen, Chairperson

## **Kandiyohi County and City of Willmar**

### **Economic Development Commission**

#### **NOTICE OF VACANCY**

The Kandiyohi County Board of Commissioners and the City of Willmar City Council appoint members to the Kandiyohi County and City of Willmar Economic Development Commission (EDC) for three year terms. Representation on the EDC is intended to reflect a geographic distribution in the county and city as well as the skill sets and expertise to help guide our economic development strategy and implementation.

The EDC regularly scheduled meeting is on the 2<sup>nd</sup> Thursday of each month at 11:00 a.m. the official meeting location is the EDC office at 222 20<sup>th</sup> Street South East, Willmar. Meetings may be moved to different Kandiyohi County cities with a minimum of a 30 day notice and appropriate official publication.

There is currently a vacancy on the EDC. A community member representing the following area is encouraged to apply:

Additionally, applicants with any of the following skill sets or work experience are encouraged to apply:

- Business owner
- Banking
- Accounting
- Legal

Persons interested in an appointment should submit an application by \_\_\_\_\_  
to:

Executive Director

Kandiyohi County and City of Willmar Economic Development Commission

222 20<sup>th</sup> Street SE

PO Box 1783

Willmar, MN 56201

Applications are available on-line on the EDC home page at: [www.kandiyohi.com](http://www.kandiyohi.com)

**Application: Boards, Commissions and Committees**

**Contact Information**

Name \_\_\_\_\_  
Street Address \_\_\_\_\_  
City, ZIP Code \_\_\_\_\_  
Home Phone \_\_\_\_\_  
Work Phone \_\_\_\_\_  
Mobile Phone \_\_\_\_\_  
E-Mail address \_\_\_\_\_

**Application for:**

Joint Operations Board \_\_\_\_\_  
Agriculture and Renewable Energy Development Committee \_\_\_\_\_  
Business Retention and Expansion/Recruitment Committee \_\_\_\_\_  
Finance Committee \_\_\_\_\_  
Marketing and Public Relations Committee \_\_\_\_\_  
Technology Committee \_\_\_\_\_

How long have you lived in Kandiyohi County? \_\_\_\_\_

List other community groups, boards, committees or commissions you have been a member:

What interests you about becoming a member of an EDC committee, commission or board?

### JOINT OPERATIONS BOARD MEMBER COMMITMENT PLEDGE

I, \*\*, recognizing the important responsibility I am undertaking in serving as a member of the Joint Operations Board of Directors of the Kandiyohi County and City of Willmar Economic Development Commission (EDC), hereby pledge to carry out in a trustworthy and diligent manner the duties and obligations in my role as a board member. As a member of this board, I will:

- ▶ Establish as a high priority my attendance at all meetings of the boards, committees and task forces on which I serve.
- ▶ Develop policy for the EDC and gain complete awareness of all policies and procedures of the EDC.
- ▶ Agree to serve on at least one committee or task force, attend all meetings, and participate in the accomplishment of its objectives. If I chair the board, a committee, or a task force, I will:
  - ▶ call meetings as necessary until objectives are met;
  - ▶ ensure the agenda and support materials are mailed to all members in advance of the meetings;
  - ▶ conduct the meetings in an orderly, fair, open and efficient manner;
  - ▶ make committee progress reports/minutes to the board at its scheduled meetings;
  - ▶ assist in the recruitment of committee members;
  - ▶ turn over board or committee files to the succeeding director or committee chairperson as soon as possible.
- ▶ Keep confidential information confidential.

To support in a positive manner all actions taken by the Board of Directors even when I am in a minority position on such actions and recognize we are subject to the state open meeting law.

- ▶ Approach all board issues with an open mind, prepared to make the best decisions for everyone involved.
- ▶ Do nothing to violate the trust of those who appointed me to the board, or of those we serve.
- ▶ Focus my efforts on the mission of the EDC and not on my personal goals.
- ▶ Never exercise authority as a board member, except when acting in a meeting with the full board or as I am delegated by the board.
- ▶ Consider myself a "trustee" of the EDC and do my best to ensure that it is well-maintained, financially secure, growing and always operating in the best interest of those we serve.
- ▶ Not use my service on this board for my own personal advantage or for the advantage of my friends, relatives or associates.
- ▶ Provide a confidential full and complete written disclosure of all facts of any transaction or situation that may be subject to any reasonable doubt concerning the possible existence of a conflict of interest by me or an affiliated party.

I hereby confirm I have read and understand the above Commitment Pledge.

Dated: \_\_\_\_\_

\_\_\_\_\_  
\*\*, Board Member

## AMENDED BYLAWS

OF

### KANDIYOHI COUNTY AND CITY OF WILLMAR ECONOMIC DEVELOPMENT COMMISSION

#### ARTICLE I.

##### The Commission

Section 1. Establishment. The Commission was established by Minnesota Legislative Statute, Kandiyohi County and city of Willmar Resolution.

Section 2. Name of Commission. The name of the Commission shall be the "Kandiyohi County and City of Willmar Economic Development Commission", hereafter called Commission.

Section 3. Registered Office. The registered office of the Commission shall be ~~222 20<sup>th</sup> Street SE~~ ~~333 Litchfield Avenue SW~~, Willmar, Minnesota.

#### ARTICLE II.

##### Board of Commissioners

Section 1. Appointment of Commissioners. The property and business of the Commission shall be managed by its Board of Commissioners. The number, qualifications, terms and powers of the Board shall be provided for by the procedures and in the manner as provided for in the Joint Powers Agreement between the city of Willmar and county of Kandiyohi, and by the amendments thereto that may be hereafter adopted.

Section 2. Removal. Board members may be removed by the appointing board or boards for inefficiency or neglect of duty, or misconduct in office, a board member may be removed by the governing body that approves said member. The board member must be given a copy of the charges at least 10 days prior to a hearing at which the board member has the opportunity to be heard in person, or by counsel. When charges in writing have been preferred against a board member, pending final action thereon the governing body, who approved said member, may temporarily suspend the board member. If it is found that those charges have not been substantiated, the board member shall immediately be reinstated to the board. When any board member is removed, a record of the proceedings, together with the charges and findings thereon, shall be filed.

Section 3. Meetings and Notice. The Board of Commissioners shall meet quarterly, on the third Thursday of each third month. No notice, either to old or new members of the Board of Commissioners shall be required for such meeting or for any regular meeting of the commissioners fixed from time to time by resolution of a majority of the Board of Commissioners. Other meetings of the Board of Commissioners may be held upon the call of the chairman or any commissioner.

Neither the business to be transacted at nor the purpose of any meeting need be specified in the notice of such meeting. Meetings may be conducted by telecommunications, so long as statutory notice provisions are followed and minutes of the meeting are produced.

Section 4. Quorum. At all meetings of the Board four members of the commission shall be necessary and sufficient to constitute a quorum for the transaction of business and the act of a quorum of the commissioners present at any meeting in which there is a quorum shall be the act of the Board of Commissioners.

- a. Substitution of Members. In the event that a duly appointed member will be absent from a regular or special meeting of the Board of Commissioners, that appointed member is authorized to appoint an alternative elected representative from that appointed member's governing body to attend the regular or special meeting in the place of the appointed member, and said alternative elected representative shall serve in the full capacity as the appointed member who is absent.

Section 5. Order of Business. The Board of Commissioners may determine the order of business at their meetings.

Section 6. Duties. All commissioners shall perform the duties of a commissioner, including duties as a chairperson, co-chairperson or member of a standing or special committee of the Board.

### ARTICLE III. Meetings

Section 1. Place. All meetings shall be held at the registered office of the Commission or at such place designated by the Board of Commissioners.

Section 2. Annual Meetings. An annual meeting shall be held in January of each year.

Section 3. Notice of Annual or Special Meetings. Public notice stating the place, day and hour of the annual or special meetings shall be published in the official newspaper of Kandiyohi County. In the case of adjournment of a meeting from time to time, no further notice of the adjourned meeting shall be necessary (if an announcement is made at the meeting where the adjourning is held specifying the place, day and hour of the adjourned meeting).

Section 4. Manner of Voting. The voting on all questions coming before the Commission shall be by roll call and the yeas and nays shall be entered upon the minutes of such meeting.

ARTICLE IV.  
Powers of Commissioners

Section 1. Other Powers. In addition to the powers and authorities conferred upon it by these Bylaws, the Board of Commissioners shall have the power to do all lawful acts necessary and expedient to the conduct of the business of this Board of Commissioners.

ARTICLE V.  
Officers

Section 1. Officers. The Board of Commissioners, at its first meeting of each fiscal year, shall elect the following officers by a majority vote:

- a. a chairperson, who must be a member of the Board of Commissioners;
- b. a vice chairperson, who must be a member of the Board of Commissioners;
- c. a secretary, who need not be a member of the Board of Commissioners;
- d. a treasurer, who need not be a member of the Board of Commissioners; and

All officers shall hold office until their successor is elected, notwithstanding any earlier termination of their office or as a commissioner.

Section 2. Other Officers. The Board may appoint such other officers and agents as it shall deem necessary who shall hold their offices for such terms and exercise such powers and perform such duties as shall be determined by the Board.

Section 3. Terms of Office. The officers of the Commission shall hold office for one year or until their successors are chosen and qualify in their stead. Notwithstanding an earlier termination of their office as commissioners, any officer elected or appointed by the Board of Commissioners may be removed by the affirmative vote of any majority of the whole Board of Commissioners with or without cause.

Section 4. Salaries. There shall be no salaries paid to the officers, agents or commissioners of the Board, except that the Board shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and disbursements in furtherance of the purposes set forth in the enabling resolution of the Board.

Section 5. Duties.

- a. Chairman. The chairman shall:

- (1) be the chief executive officer of the Board;
  - (2) preside over all meetings of the Commissioners;
  - (3) have general active management of the affairs of the Board and shall see that all orders and resolutions of the Board are carried into effect;
  - (4) execute all bonds, mortgages and other contracts; and
  - (5) be an ex officio member of all standing committees and shall have the general powers and duties of supervision and management usually vested in the office of chairman of a joint powers board.
- b. Vice Chairman. The vice chairman shall, in the absence or inability of the chairman, perform the duties and exercise the power of the chairman and shall perform such other duties as the Board of Commissioners shall prescribe.
- c. Secretary. The secretary shall:
- (1) attend all sessions of the Board of Commissioners;
  - (2) record all votes and the minutes of all proceedings in a book kept for that purpose;
  - (3) perform like duties for the standing committees when required;
  - (4) give or cause to be given notice of all meetings of the Board of Commissioners, and shall perform such other duties as may be prescribed by the Board of Commissioners or chairman under whose supervision he/she shall be; and
  - (5) be sworn to the faithful discharge of his/her duty.
- d. Treasurer. The treasurer shall:
- (1) be sworn to the faithful discharge of his/her duty;
  - (2) have the custody of the corporate funds and securities and shall keep full and accurate accounts of receipts and disbursements and books belonging to the Board and shall deposit all monies and other valuable effects in the name and to the credit of the Board, in such depositories as may be designated by the Board of Commissioners;

- (3) disburse the funds of the Board as may be ordered by the Board making the proper vouchers for such disbursements and shall render to the chairman and commissioners at the regular meetings of the Board or whenever they may require it, an account of all transactions as treasurer of the financial condition of the Board;
- (4) pursuant to Minnesota Statutes § 469.096, Subd. 6, give bond to the state conditioned for the faithful discharge of official duties. The bond must be approved as to form and surety by the Board and filed with the secretary. The bond must be for twice the amount of money likely to be on hand at any one time, as determined at least annually by the Commission provided that the bond must not exceed \$300,000. The bond premium shall be paid by the Board.

Section 6. Notes and Bonds. None of the officers of the Board shall sign any notes or bonds for others.

Section 7. Vacancies. Any office which becomes vacant by reason of death, resignation, retirement, disqualification, removal from office or otherwise, may be filled by a majority vote of the commissioners then in office, although less than a quorum, choosing a successor or successors, who shall hold office for the unexpired term in respect of which such vacancy occurred.

Section 8. Executive Committee. The Board of Commissioners may, by unanimous affirmative action of the entire board, designate three or more of its number to constitute an executive committee which to the extent determined by unanimous affirmative action of the entire board shall have and exercise the authority of the board in the management of the business of the Board. Any such executive committee shall act only in the interval between meetings of the Board and shall be subject at all times to the control and direction of the Board.

## ARTICLE VI. Personnel

Section 1. Executive Director. The Commission shall employ an Executive Director who shall have general supervision over the administration of its business and affairs, subject to the direction of the Board. The compensation of the Executive Director shall be determined by the Board. The duties of the Executive Director shall be as set forth in the Board's Policies and Procedures Manual and/or Personnel Manual.

Section 2. Additional Personnel. The Board may from time to time employ such personnel as it deems necessary to exercise its powers, duties and functions as prescribed by the Board.

Section 3. Board Members. If any board member applies for a paid position with the Kandiyohi County and City of Willmar Economic Development Commission, that board member must resign from this Board.

ARTICLE VII.  
Committees

Section 1. Standing Committees. The chairman may establish standing committees and appoint chairpersons, as needed, subject to the approval of the Board of Commissioners.

Section 2. Special Committees. The chairman may establish special committees and appoint chairpersons, as needed, subject to the approval of the Board of Commissioners.

Section 3. Composition and Duties. The composition and duties of the standing and special committees shall be as set forth in the Policies and Procedures Manual of the Board.

Section 4. Economic Development Operations Board. The Board shall establish an Economic Development Operations Board as provided for in paragraph 12 of the Joint Powers Agreement. **Kandiyohi County and the City of Willmar shall each be entitled to designate three individuals for appointment as members of the Operations Board, which appointments shall be made by the Board of Commissioners at the next regular or special meeting following notice by the designating entity to the Board. Designation of the seventh member of the Operations Board shall alternate between Kandiyohi County and the City of Willmar and appointment thereof shall be made at the regular meeting of the Board of Commissioners preceding, and shall be effective upon, expiration of the term of the current seventh member of the Operations Board.**

ARTICLE VIII.  
Finances

Section 1. Requests for Payment, Checks and Notes. All requests for payments shall be reviewed and initialed by two board officers or agents as may from time to time be designated by resolution of the Board of Commissioners and all checks and notes of the board shall be signed by such board officers or agents as may from time to time be designated by resolution of the Board of Commissioners. All checks and notes shall require the signature of two designated board members or agents.

Section 2. Fiscal Year. The fiscal year of the Board shall be the calendar year.

Section 3. Financial Statement. The Board's detailed financial statement must show all receipts and disbursements, their nature, the money on hand, the purpose of which the money on hand is to be applied, the Board's credits and assets, and its outstanding liabilities in a form

required for the county's financial statements. The Board shall examine the statement together with the treasurer's vouchers. If the Board finds that the statement and vouchers are correct, it shall approve them by resolution and enter the resolution in its records.

Section 4. Directors' Annual Statement. The Board of Commissioners shall at each annual meeting and when otherwise called for by the vote of the commissioners, present a full and clear statement of the business and condition of the Board.

Section 5. Inspection of Books. Commissioners shall be permitted to inspect the financial records of the Board at all reasonable times.

ARTICLE IX.  
Amendments

These Bylaws may be amended or altered as provided for in paragraph 11 of the Joint Powers Agreement.

ARTICLE X.  
Dissolution

Upon the dissolution of the Board, the Board of Commissioners shall, after paying or making provision for the payment of all of the liabilities of the Board, distribute the remaining assets, one-half to the county of Kandiyohi, and one-half to the city of Willmar, both in the state of Minnesota.

ARTICLE XI.  
Liability

There shall be no personal liability upon commissioners or members of the Board for obligations of the Board. There shall be no personal liability upon the commissioners for the good faith exercising of their official duties.

ARTICLE XII.  
Funds

The funds of the Board shall be deposited in a bank or financial institution within the county of Kandiyohi, state of Minnesota, as may be established by the Board of Commissioners from time to time.

ARTICLE XIII.  
Parliamentary Commission

The current edition of *Robert's Rules of Order Newly Revised* shall be the parliamentary authority where applicable and where there is no conflict between said rules and the Bylaws and enabling resolution of the Commission.

As amended by the Board of Commissioners on January \_\_\_\_, 2015.

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Secretary



Kandiyohi County & City of Willmar  
ECONOMIC DEVELOPMENT COMMISSION

## 2015 COMMITTEES AND MEMBERS

### Agriculture and Renewable Energy Development (Ag)

Arvind Auluck-Wilson	Ian Graue	Dan Lippert	Bruce Reuss, Chairperson
Rollie Boll*	Kevin Halvorson	Wallace Nelson	Connie Schmoll
John Duevel	Larry Konsterlie	Keith Poier	Dan Tepfer
Jon Folkedahl			

### Broadband and Advanced Technology

Mark Boeschen	Wes Hompe	Mike Malone	Les Nelson
Travis Bonnema	Linda Kacher*	Jonathan Marchand	David Sisser
Dean Bouta	Leslie Kelly	Jean Marthaler	Jeff Tengwall
Kathy Dillon	Larry Kleindl	Justin Mattern	Donn Winckler
Gary Geiger			

### Business Retention and Expansion/Recruitment (BRE/R)

Robert Carlson*	Tom Lindemann	Ranae Rahn
Jim Ellingson	Les Nelson, Chairperson	Jeff Vetsch
Roger Imdieke	Bruce Peterson*	

### Finance

Matt Behm	Les Nelson	James Vrchota
Nick Dalton	Bruce Peterson*	Russ Weeks, Chairperson
Gary Gilman*	Justin Schnichels	Randy Zinda

### Marketing and Public Relations

Donna Boonstra*	Mitra Engan	Heather Koffler
Caroline Chan	Jean Geselius	Mike Negen
Shari Courtney	Sarah Isdal	Julie Redepinning
Lindsey Donner	Ann Winge Johnson	

\*indicates EDC Joint Operations Board member