

Southeastern Wisconsin Watersheds Trust
Steering Council
Agenda
December 9, 2009
1:30 – 3:30 pm
Technology Innovation Center

1. Welcome and Introductions.
2. Review and approve summary of action items from October 14, 2009.
3. SWWT Executive Director Search and Selection
Action: Approval of contract for candidate
Action: Approval of hiring a grant writer
4. SWWT 501 (c) 3 incorporation, bylaws
Action: Approval of Articles of Incorporation
Action: Approval of Bylaws
5. Nomination Committee Report
6. SWWT projects and letters of support
 - a. SWWT proposed projects for Great Lakes Restoration Initiative grant funds for 2010.
Action: Approval to submit full proposals.
 - b. Letters of support provided to other organizations.
7. DNR's 303(d) Impaired Waters List update
Action: Proposal to refer to Science Committee for review
8. Interim Chair's report:
 - a. Stevan Keith invitation to present to County Committee on Parks and Environment.
 - b. Letter of thanks to Supervisor Broderick.
 - c. Annual Clean Rivers, Clean Lake Meeting Planning Committee report.
9. Status Reports:
 - a. Watershed Action Teams
 - b. Policy Committee
 - c. Science Committee
 - i. Adding members to the Committee
 - d. Joyce Team Project
 - e. Communications Committee

10. Meeting schedule for 2010: (Wednesdays, 1:30-3:30pm)

February 10th
April 14th

June 9th
August 11th

October 13th
December 8th

11. Adjourn

Southeastern Wisconsin Watersheds Trust **Advocacy Policy**

(From Policies & Procedures 7/8/08)

SWWT facilitates the sharing of information on technical, policy and legislative matters affecting the water resources of the Greater Milwaukee Watersheds. While SWWT does not as a matter of course take a position on specific technical, policy and legislative matters and issues, SWWT does invite any of its members to do so if they choose. However, SWWT as an entity may choose upon a unanimous vote of the Executive Steering Council to render an opinion and take a position on technical, policy and legislative matters and issues if matters and issues will positively or adversely impact SWWT objectives or implementation plans. In this case, SWWT resources may be used for advocacy purposes, such as email and mailing lists. Executive Steering Council members unavoidably absent from the vote will have one week after distribution of the minutes within which to respond to the Chair of the Executive Steering Council. An abstention from the vote will not be counted as a “no.” The procedure for soliciting an opinion and advocating for a position on a technical, policy or legislative matter is as per soliciting a letter of support, above.

Case example: A letter on SWWT letterhead addressed to the Governor and to the Secretary of the Department of Natural Resources and signed by a SWWT committee chair was judged by a majority of the ESC to be policy advocacy when it contained the following phrases:

- “. . . we believe that this is an instance in which the state should . . .”
- “We recommend this course of action . . .”
- “I believe that the answer should be ‘yes’”

Therefore, the letter should have been subject to the review of the ESC as spelled out in SWWT Policies and Procedures prior to being sent. *(Amended 10/14/09).*

(Note from the Policies & Procedures 7/8/08)

X. AMENDMENTS TO THIS POLICIES AND PROCEDURES DOCUMENT

Any amendments proposed to this Policies and Procedures Document will be first reviewed by the Executive Steering Council who will, after consideration of proposed amendments, make recommendations to SWWT at their annual summit. To be formally recommended, any amendment(s) to these Policies and Procedures will be: 1) noticed to all SWWT members at least 30 days prior to the SWWT meeting at which they are to be voted upon; and 2) approved by majority (voice vote) of all members present at the annual meeting.

Adopted by the Executive Steering Council of SWWT on <date>.

**Executive Steering Council
Action Items/Notes
October 14, 2009
1:30 – 3:30 pm
Technology Innovation Center
Room 114**

1) Welcome and Introductions

Attendees: Nancy Frank—Interim Chair, Sharon Gayan, Tom Grisa, Mike Hahn, Henry Hamilton, Andy Holschbach, Peter McAvoy, Kevin Shafer. Guests: Bernadette Berdes, Kate Morgan, Gail Epping Overholt, Karen Sands. Committee support: Marilyn Goris.

2) Review and approve summary of action items from August 12, 2009.

The action items from August 12th were approved.

3) Review and approve summary of action items from September 25, 2009.

The following language was approved as an addition to the “Advocacy Policy” of the SWWT Policies and Procedures document. (See *Advocacy Policy* at end of notes).

Case example:

A letter on SWWT letterhead addressed to the Governor and to the Secretary of the Department of Natural Resources and signed by a SWWT committee chair was judged by a majority of the ESC to be policy advocacy when it contained the following phrases:

- “. . . we believe that this is an instance in which the state should . . .”
- “We recommend this course of action . . .”
- “I believe that the answer should be ‘yes’ ”

Therefore, the letter should have been subject to the review of the ESC as spelled out in SWWT Policies and Procedures prior to being sent.

4) Interim Chair’s report

- **Marchese’s resignation, follow up and leadership transition**

Nancy Frank was confirmed at the Interim Chair of the Executive Steering Council. Kevin Shafer was approved as the Acting Vice Chair of the ESC.

The ESC passed a resolution recognizing Pat Marchese’s contribution in the creation of SWWT and will send this in a letter to Marchese. (See attached letter.)

- **Sweet Water Trust Executive Director Search, Status Report**

The Search and Screen Committee is reviewing seven resumes received and will meet on October 30th to discuss a short list for interviews. The weighted criteria for reviewing qualifications are listed in the job announcement. Interviews will be held on November 3rd. The ESC approved a compensation range of \$60,000 to \$70,000 depending on qualifications. The final contract amount will need to be approved by the ESC before an offer is made.

A conflict of interest policy to be added to the Policies and Procedures will be drafted for the ESC approval.

Frank will contact David Lee regarding possible SWWT office space at We Energies.

- **Sweet Water Trust: 501 (c) 3 corporation, Status Report**

The Articles of Incorporation and Bylaws are drafted and being reviewed. The Bylaws have more general language with the specific SWWT processes detailed in the Policies and Procedures. The Executive Steering Council members will act as the Board of Directors for the organization. The ESC name will be changed to the "Steering Council." There will be an Executive Committee, comprised of Council members, which will have limited Council authority to make organizational decisions between Council meetings. The Executive Committee will report decisions made back to the full Steering Council.

- **Annual Clean Rivers, Clean Lake Conference 2009 report.**

Annual Conference Planning Committee for 2010: Nancy Frank, Bernadette Berdes, Marsha Burzynski (DNR), Andy Holschbach, Gary Korb (SEWRPC) and Gail Epping Overholt. Tom Grisa will also assist as needed.

SWWT will take over and be in charge of the Annual Conference in 2010. MMSD may be willing to provide some financial support. Bernadette Berdes will provide an outline of meeting preparation and information on successes and lessons learned from previous conferences.

- **Vacancies and succession planning**

Christine Nuernberg, Mayor of Mequon, resigned. This leaves open a position representing the municipalities. Mayor Nuernberg was also the Secretary of the ESC. Election of new officers will be tabled to a future meeting. Marchese's position was "at-large." The City of Milwaukee will appoint a person to replace Ann Beier soon. Frank is contacting Dan Stoffel to inquire about his interest in continuing to serve on the ESC.

The Council created a committee to identify people to fill the vacancies on the ESC and to review SWWT's Policies and Procedures including the Council terms. **Nancy Frank, Henry Hamilton and Peter McAvoy will serve on the committee.** Frank will chair the committee. All ESC members should suggest possible new members to the Council.

- **SWWT Letters of Support**

Frank sent SWWT letters of support out for: Milwaukee Riverkeeper for habitat planning and restoration on the Menomonee River; 1000 Friends of Wisconsin for a survey for baseline data; and Groundworks Milwaukee for habitat improvements on the Kinnickinnic River. Frank is reviewing a request from WisDOT today.

5) Communications Committee Membership

The ESC approved the Communications Committee as a new SWWT standing committee. **Nancy Frank, Bernadette Berdes, Karen Sands and Steve Hiniker (need to confirm this) will be on the Communications Committee.** There will also be a broader advisory committee from which the Communications Committee can draw on expertise. 1000 Friends has the task of developing the communications plan. The ESC questioned the respective roles of the Executive Director and the Communications

Committee. The Committee will assist the Executive Director on workplan and communications. The Executive Director will be the spokesperson for SWWT.

6) Letter to DNR/Governor regarding EIS process.

The ESC approved with changes a follow up letter to the Governor and DNR regarding WEPA and the permitting process. (See attached revised letter).

Eric Ebersberger, Natural Resources Program Manager for the DNR, will do a presentation to the SWWT Executive Steering Council, committees, WAT Co-Chairs and NGOs on **Monday, November 16th at 2:00pm** at the Great Lakes Water Institute. Ebersberger will present on the Wisconsin Environmental Policy Act (WEPA) and the process for conducting environment assessments and development of impact statements involved with potential diversion applications under the Great Lakes Compact. **(Note the change: November 4th date is cancelled).**

7) Review process for use of SWWT letterhead and policy positions. (See attached Policies & Procedures document.)

The motion to remove the word “not” from the fourth sentence of the “Advocacy Policy” paragraph was passed with one opposed. (See “Advocacy Policy” language at the end of these notes.) Grisa expressed concern over using the SWWT email list for advocacy purposes.

Discussion on the scope of SWWT’s interest was tabled to a future meeting.

8) Great Lakes Restoration Initiative: Grant Funds for 2010. Process for SWWT project approval and letters of support.

Frank reviewed the funding process proposal. The following language will be added to the first section after the sentence on criteria: “In addition, the chair may choose not to support proposals that are not sufficiently rigorous or where the capacity of the applying organization to carry out the work effectively is in question.” (See attached.) The revised process for SWWT support for funding project will be proposed at the next meeting. The “project matrix” can be forwarded to others.

9) Status Reports: Tabled.

- Watershed Action Teams
- Policy Committee
- Science Committee
- Joyce Team Project (See attached updated Major Scope of Work Summary document)

10) Next meetings:

- **Monday, November 16th at 2:00pm: Presentation by Eric Ebersberger DNR**
- **Wednesday December 9th : Executive Steering Council meeting**

11) Adjourn: Meeting was adjourned at 3:45pm.

Southeastern Wisconsin Watersheds Trust

Advocacy Policy

(From Policies & Procedures 7/8/08)

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(On October 14th, 2009, the ESC passed a motion to remove the word **not** from the fourth sentence in the paragraph above. A separate motion was passed to add the case example below to the Policy.)

Case example:

A letter on SWWT letterhead addressed to the Governor and to the Secretary of the Department of Natural Resources and signed by a SWWT committee chair was judged by a majority of the ESC to be policy advocacy when it contained the following phrases:

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Adopted by the Executive Steering Council of SWWT on <date>.

[REDACTED]
1875 Fairmount Avenue

St. Paul, MN 55105

September 29, 2009

Pat Marchese, Chair

Executive Steering Council

Sweetwater Trust

Dear Mr. Marchese;

I recently learned of the posting of the Executive Director position with the Sweetwater Trust, hearing about the position from a Milwaukee friend. I am interested in being considered as a candidate.

I believe that I am uniquely qualified for the job. I have extensive, successful experience in working with nonprofit organizations. I can plan and guide effective programming, raise needed cash, inspire and sustain volunteers and donors, and craft effective communications.

A native of Milwaukee, I moved to Minnesota seven years ago. I currently manage nonprofit community center in St. Paul. Our center has 31 paid staff, a variety of proven youth and senior programs, and a broad base of earned and contributed unearned income. I am very active with several nonprofit associations here in the Twin Cities, including serving as an officer with the MACC Alliance of Connected Communities and on the Executive Committee of the Council of Agency Executives. I truly understand the power of nonprofit collaboration.

In my Wisconsin positions, most recently, I managed Literacy Services of Wisconsin, the state's largest volunteer-based literacy program located in Milwaukee's central city. I was able to boost our attendance and volunteer tutor base, secure strong growth in contributed income, and institute a broad variety of program and facility improvements.

In terms of my work on environmental and recreational issues, I served on the Board of Great Lakes Future in Milwaukee, bridging the period when GLF merged with the schooner project. I also built extraordinary new partnerships in my tenure at the Milwaukee County Parks, including successful lakefront and riverfront projects.

While I have a great job in an attractive metro area, most all of my family live in Madison and Wisconsin. Especially with an aging parent, I would love to find the right position back at home.

If you find my background of interest, I would like to learn more about this opportunity. I can be reached at 612-709-7889 or at [REDACTED]

Resume

PERSONAL STRENGTHS

- Proven expertise in nonprofit management and governance
- Demonstrated talents in communications and marketing
- Broad experience and success in fundraising
- High energy and naturally able to multi-task

EXPERIENCE

Executive Director

2006-present

Guide all management of this independent, multi-function social services organization, including program and staff management (31 staff, 17 fte), marketing and fund development ('09 budget \$995,000 – up 40% since 2006). At West 7th, have raised more than \$1 million in new project funding and launched many new programs, including expanded education efforts for at-risk children and youth and new in-home services for vulnerable seniors.

Vice President of Community Affairs

2005-2006

Managed marketing, public relations, volunteer recruitment/retention and special events for this \$2.5 million supportive housing and education organization. Launched a successful new fundraising luncheon effort, created a new marketing/pr outreach campaign and exceeded aggressive special event revenue goals by 10-20% both years.

Director of Marketing and Development

2002-2005

Managed all fundraising and outreach efforts for this statewide child abuse prevention organization. Substantially boosted the agency's profile, leading an effort to implement a name change and streamline our image in the state. Secured 40% growth in special event income, launched a new series of publications, and created new marketing and program partnerships, including a new statewide videoconference training program.

Executive Director

1997-2002

Managed Wisconsin's largest volunteer-based adult basic education organization. Responsible for all program oversight and facility management, Board relations, management of staff (12), volunteer recruitment, training and retention (460 volunteers annually), fund development (annual budget \$500,000) and marketing and public relations efforts. As CEO of this private school, boosted student attendance 20%, substantially expanded programming and facilities, and secured a 25% growth in income.

Associate Director of Parks - Marketing

1993-1996

Managed park system's marketing, development and special events staff. Secured over \$1 million annually in corporate and foundation support for capital projects and programming in the Parks, creating three new concert series and reinvigorating two County bandshell venues. Handled promotion and leasing of Park facilities, negotiating long-term leases or development agreements for a new regional children's museum, two lakefront restaurants in Park's facilities, a new summer theater venue, and a new riverfront performance pavilion.

[REDACTED]

Acting Manager Director (Additional part-time position in 1994-1996)
Managed this Obie Award-winning experimental theater (served on a pro bono basis while working full-time elsewhere). Responsible for all fund development, marketing programs, and contract, staff and vendor relations. Successfully engineered the financial restructuring of the theater, turning it back from bankruptcy to solvency.

Other Experience:

- Milwaukee Department of City Development, Development Representative (Initiated new program which raised nearly \$5 million in labor training and technology funds for city firms) 1989-1992
- Pierce County (WI) Development Corporation, Executive Director (Successful start-up of private nonprofit corporation) 1987-1989
- Forward Wisconsin, Inc., Development Representative and Acting President 1984-1987

EDUCATION

University of Wisconsin - Madison

- Master of Arts, Public Administration 1983
- Master of Science, Urban and Regional Planning 1983
- Finalist, Presidential Management Internship Program
- Earned full tuition fellowships

University of Wisconsin - Milwaukee

- Bachelor of Arts, Magna cum Laude and with Honors 1980
- Awarded Phi Kappa Phi Honor Society membership

SELECTED BOARD AND VOLUNTEER ACTIVITIES

- MACC Alliance of Connected Communities, Minneapolis – Board member 2006-present. Serve as officer on Executive Committee
- Council of Agency Executives (CAE), Minneapolis – Member 2006-present. Serve on Executive Committee and as Co-Chair of the United Way Agency Campaign and Annual CAE Summit Committees
- Zenon Dance Company & School, Minneapolis – Board member 2009-present
- Czech Slovak SOKOL Minnesota, St. Paul, Board of Trustees member 2007-present, volunteer 2005-present.
- Resource Center of the Americas, Minneapolis, Board member and Officer 2003-2008
- Global Citizens Network, St Paul, Marketing Committee member 2004-2008
- Nacel International School, St. Paul, Foreign student host parent 2005-2006
- Big Brothers/Big Sisters volunteer big brother 1989-1999 (Milwaukee) and 2002-2003 (St. Paul)
- Milwaukee Art Museum, volunteer marketing consultant 2002
- Theatre X, Inc., Milwaukee, Board of Directors member 1993-1999 Served as Board President, Treasurer & Marketing Committee Chair
- Future Milwaukee, Inc. Board member 1992-1994 & alumnus 1986-1987

**ARTICLES OF INCORPORATION
OF
SOUTHEASTERN WISCONSIN WATERSHEDS TRUST, INC**

The undersigned, acting as incorporator of a Corporation under the Wisconsin Nonstock Corporation Law (Chapter 181 of the Wisconsin Statutes), adopts the following Articles of Incorporation for such Corporation.

ARTICLE I

Name

The name of the Corporation is **Southeastern Wisconsin Watersheds Trust, Inc.**

ARTICLE II

Purposes

The Corporation is organized and shall be operated exclusively for charitable, scientific, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law) (hereinafter the "Internal Revenue Code"); to engage in activities relating to the aforementioned purposes; and to invest in, receive, hold, use and dispose of all property, real or personal, as may be necessary or desirable to carry into effect the aforementioned purposes.

Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code or (b) by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2), and 2522(a)(2) of the Internal Revenue Code.

ARTICLE III

Powers

The Corporation shall have all powers conferred upon nonstock corporations organized under Chapter 181 of the Wisconsin Statutes and any successor provisions thereto now enacted or hereafter amended but shall exercise such powers only in fulfillment of its above-stated purposes.

The Corporation shall not engage in any of the following activities:

The Corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation; provided, however, that this provision shall not apply to activities consisting of carrying on propaganda, or otherwise attempting, to influence legislation, to the extent the Corporation has made an election pursuant to and remains in compliance with the restrictions of Section 501(h) of the Internal Revenue Code.

No dividends shall be paid and no part of the net earnings of the Corporation shall inure to the benefit of any private individual within the meaning of Section 501(c)(3) of the Internal Revenue Code.

ARTICLE IV Members

The Corporation shall not have members.

COMMENT: We are consulting with legal counsel about the inconsistency between our Policies and Procedures, II.C. , III.C., and X., in particular, but also other sections that refer to “members.” Article X, which gives the members a voice in how the P&P are changed, is perhaps the most concerning. If counsel agrees that this is an issue, we are asking counsel to identify ways of solving the inconsistency in ways that (a) do not require a substantive change in the P&P because these were carefully negotiated by the founding consensus process and (b) do not require SWWT to be a membership organization, if that would bring along undesirable inflexibility. One approach is changing the word used in the P&P to “partners” or “participants” or another word that is not “members. But that will not entirely solve the problem with P&P Art. X.

ARTICLE V Board of Directors

The affairs of the Corporation shall be managed by a Steering Council that will act as the Board of Directors. The number and manner of election or appointment of Council members and their terms of office shall be as provided in the Bylaws, but the number of Council members shall not be less than three (3).

COMMENT: Bylaws Art. III(a) states that the Steering Council should be no fewer than 7 members. We are asking legal counsel whether this inconsistency needs to be resolved. If the answer is yes, we recommend changing the Articles of Incorporation, Art. V, to be changed to say “not be less than seven (7).”

ARTICLE VI Dissolution and Liquidation

The Corporation may be dissolved upon the adoption of a plan to dissolve in the manner now or hereafter provided in the Wisconsin Statutes. In the event of dissolution of the Corporation, no liquidating or other dividends and no distribution of property owned by the Corporation shall be declared or paid to any private individual, but the net assets of the Corporation shall be distributed as follows:

All liabilities and obligations of the Corporation shall be paid, satisfied and discharged, or adequate provision shall be made therefor.

Remaining assets shall be distributed to one or more organizations described in Section 501(c)(3) of the Internal Revenue Code, and/or one or more governmental units referred to in Section 170(c)(1) of the Internal Revenue Code exclusively for public purposes, as determined in the plan to dissolve adopted in the manner set forth above in this Article VI. Any

assets not disposed of pursuant to the foregoing provisions shall be distributed by the circuit court of the county in which the principal office of the Corporation is located to one or more organizations described in Section 501(c)(3) of the Internal Revenue Code, or to a governmental unit referred to in Section 170(c)(1) of the Internal Revenue Code exclusively for public purposes, as such court shall determine.

ARTICLE VII
Amendment

These Articles may be amended in the manner now or hereafter provided in the Wisconsin Statutes.

ARTICLE VIII
Miscellaneous

The address of the Corporation's initial registered office is in Wisconsin and the name of the Corporation's initial registered agent is Marilyn Goris.

The mailing address of the principal office of the Corporation is c/o Great Lakes WATER Institute, 600 East Greenfield Avenue, Milwaukee, Wisconsin 53204.

The name and address of the incorporator is **XXXXXX** 777 E. Wisconsin Avenue, Milwaukee, Wisconsin 53202.

IN WITNESS WHEREOF, I have hereunto set my hand this ____ day of _____, _____.

_____, Incorporator

Bylaws for Wisconsin Nonstock Corporation

BYLAWS OF SOUTHEASTERN WISCONSIN WATERSHEDS TRUST, INC.

ARTICLE I General

Section 1. Purposes of Corporation. The purposes of this Corporation shall be as set forth in the Articles of Incorporation of the Corporation.

To the extent consistent with the foregoing purposes, the specific purposes of the Corporation shall be to work as a collaborative effort to achieve healthy and sustainable water resources throughout the Greater Milwaukee Watersheds¹ and nearshore Lake Michigan.

These Bylaws specify various matters affecting the operations and governance of the Corporation.

Section 2. Solicitation and Receipt of Gifts. The Corporation shall seek gifts, contributions, donations and bequests (herein generally called “gifts”) for its purposes. While the Corporation specifically encourages unrestricted gifts whose principal and/or income therefrom may be used for the Corporation’s purposes in the discretion of the Steering Council of the Corporation, the Steering Council will accept gifts for a restricted or otherwise designated purpose if such restriction is determined by the Steering Council to be acceptable or otherwise conforms with these Bylaws and any other guidelines established by the Steering Council for such restricted gifts.

ARTICLE II Members

The Corporation does not have members.

COMMENT: This is the same issue as raised in Art. IV of the Articles of Incorporation.

ARTICLE III Council Members

Section 1. Powers. Subject to the limitations of the Articles of Incorporation of the Corporation, these Bylaws and the laws of the State of Wisconsin, the affairs of the Corporation shall be managed by the Steering Council. The Steering Council members will act as the Board of Directors for the Corporation.

Section 2. Number; Election; Term.

¹ The Greater Milwaukee Watersheds are defined as the watersheds of the Kinnickinnic River, Menomonee River, Milwaukee River, Root River, and Oak Creek; the Milwaukee Harbor estuary, and the Lake Michigan direct drainage area.

(a) The number of Council members of this Corporation shall consist of seven (7) to fifteen (15) Council members. The Steering Council shall include members representative of the Trust's stakeholder partners. State agencies may also be non-voting members of the Steering Council. The election and terms of the Council members shall be determined by the policy of the Corporation.

COMMENTS: (1) An issue related to this section is discussed in the Articles of Incorporation draft, Art. V. (2) We are consulting with counsel about the suggestion from counsel that we should insert the specific stakeholder positions as in the Policies and Procedures.

(b) Each Council member shall be elected by a majority vote of the Steering Council.

Section 3. Resignation. A Council member may resign at any time by giving written notice to the Secretary of the Corporation, who shall advise the Steering Council of such resignation. Such resignation shall take effect at the time specified therein or, if no time is specified, then upon receipt of the resignation by the Secretary of the Corporation, and unless otherwise specified therein, acceptance of such resignation shall not be necessary to make it effective.

Section 4. Removal. Any individual Council member may be removed from office with or without cause by the action of two-thirds of the Council members in office.

Section 5. Vacancies. A vacancy or vacancies in the Steering Council occurring for any reason, including an increase in the authorized number of Council members, may be filled by a majority of the Council members then in office, even though less than a quorum. Each Council member so elected shall hold office for the unexpired portion of the term such Council member was elected to fill or until such Council member's successor is elected and qualified, or until such Council member's death, resignation or removal.

Section 6. Meetings.

(a) Annual Meeting. A regular meeting of the Steering Council, designated as the annual meeting, shall be held each year at such time and place as may be designated by the Chair of the Corporation, or by any Vice-Chair if the Chair is unable to act, for the election of officers and the transaction of such other business as may properly come before the meeting. In the event of failure, through oversight or otherwise, to hold the annual meeting of Council in any year, the meeting, upon waiver of notice or upon due notice, may be held at a later date and any election had or business transacted at such meeting shall be valid and effectual as if had or transacted at the annual meeting under normal circumstances.

(b) Other Regular Meetings. Other regular meetings of the Steering Council of the Corporation may be held with or without notice at such regularly recurring time and place as the Steering Council may designate.

(c) Special Meetings. Special meetings of the Steering Council for any purpose or purposes shall be held whenever called by the Chairperson of the Corporation, or if the Chairperson is absent or is unable or refuses to act, by any Vice-Chairperson, or by a majority of Council members.

Section 7. Notices. With the exception of regular meetings as set forth in Section 6(b) above of this Article, notice of any meeting of the Steering Council, in each case specifying the place, date and hour of the meeting, shall be given to each Council member by written notice delivered in person, by telegraph, facsimile or other form of wire or wireless communication including electronic mail, or by mail or private carrier, not more than thirty (30) days prior to the date of the meeting, but at least forty eight (48) hours before the time set for such meeting or, if notification is by mail, by mailing such notice at least five (5) days before the time set for such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, with postage prepaid, addressed to the Council member at the Council member's address as it appears on the records of the Corporation. Except for special meetings, either the business to be transacted at, nor the purpose, of any meeting of the Steering Council need be specified in the notice or waiver of such notice of such meeting. For special meetings, notice of the meeting shall include the purpose of the meeting and business to be transacted.

Section 8. Waiver of Notice. The transaction of any meeting of the Steering Council, however called and noticed or wherever held, shall be as valid as though had at a meeting duly held after regular call and notice, if a quorum is present and if, either before or after the meeting, a written waiver of notice of the meeting, containing the same information as would have been required to be included in a proper notice of the meeting, is signed by (a) each Council member not present at the meeting and (b) each Council member present at the meeting who objected thereat to the transaction of any business because the meeting was not lawfully called or convened. All such waivers shall be filed with and made a part of the minutes of the meeting.

Section 9. Action Without Meeting. An action required or permitted to be taken at a meeting of the Steering Council may be taken without a meeting if a consent in writing setting forth the action is signed by two-thirds of the Council members then in office. Such action by written consent shall have the same force and effect as a vote of the Council taken at a meeting. All Council members must be given written notice immediately of the text of the written consent and its effective date and time. Consent may be electronic mail and shall be treated as written consent upon transmittal. The written consent shall be effective on the latest of the following: (a) the date it is signed by the required number of Council members; (b) the date specified in the written consent; (c) the tenth day after the day on which the required notice of the text of the consent is given to all Council members. A Council member who does not sign or consent to the action taken by written consent shall not be liable for the action.

Section 9. Quorum; Action of Council members. A majority of the number of Council members currently in office fixed pursuant to the Articles of Incorporation or these Bylaws shall constitute a quorum for the transaction of business. The act of a majority of the Council members present at a meeting at which a quorum is present shall be the act or decision of the Steering Council, unless the act of a greater proportion is required by law, the Articles of Incorporation or these Bylaws.

Section 10. Adjournment. Any meeting of the Steering Council, whether regular or special, and whether or not a quorum is present, may be adjourned from time to time by the vote of a majority of the Council members present. At any such adjourned meeting at which a quorum is present, any business may be transacted which might have been transacted at the meeting adjourned.

Section 11. Methods of Conducting Meetings. Council members may participate in any regular or special meeting or in any meeting of a committee of Council members by any means

of communication by which either (1) all participating Council members may simultaneously hear each other during the meeting or (2) all communication during the meeting is immediately transmitted to each participating Council member and each participating Council member is able to immediately send messages to all other participating Council members. If a meeting is conducted through the use of one of the foregoing means, all participating Council members must be informed that a meeting is taking place at which official business may be transacted. A Council member participating in such a meeting is deemed to be present in person at the meeting. If requested by any Council member, minutes of the meeting shall be prepared and distributed to each Council member.

Section 12.Reimbursement of Expenses. Upon resolution of the Steering Council, any one or more Council members may receive reimbursement of expenses in attending any meeting of the Steering Council or in otherwise fulfilling their duties as Council members hereunder. Nothing herein contained shall be construed to preclude any Council member from serving the Corporation in any other capacity, or receiving reasonable compensation therefor.

Section 13.Committees.

(a) Standing or Temporary Advisory Committees Without Board Authority. The Steering Council or the Chairperson may authorize, and appoint or remove members of (whether or not members of the Steering Council), standing and/or temporary committees to consider appropriate matters, make reports to the Chair and/or Steering Council, and fulfill such other advisory functions as may be designated. The designation of such standing and/or temporary committees, and the members thereof, shall be recorded in the minutes of the Steering Council.

COMMENT: Is Section 13 where you proposed inserting the existing committees. If so, we think that it should list the following: Science Committee, Policy Committee, Communications Committee, Menomonee Watershed Action Team, and Kinnickinnic Watershed Action Team.

Section 14.(b) _____ Executive Committee with Limited Board Authority. The Steering Council may, by appropriate resolution, designate an Executive Committee which shall consist of four (4) or more Council members, to include the Chair, Vice Chair, and at least two additional members elected by the Steering Council, which to the extent provided in said resolutions or in these Bylaws, shall have and may exercise, when the Steering Council is not in session, the powers of the Steering Council in the management of the affairs of the Corporation, as designated in the Corporation's Policies and Procedures, except action with respect to election of officers, filling of vacancies in the Steering Council, or the formation of or filling of vacancies in committees with limited council authority pursuant to this subsection. All actions of the Executive Committee shall be reported at the next Steering Council meeting as Automatic Consent business. The Steering Council may elect one or more Council members as alternate members of any such committee, who may take the place of any absent committee member or members at any meeting of such committee. The designation of such committee or committees and the delegation thereto of authority shall not operate to relieve the Steering Council or any individual Council member of any responsibility imposed upon the Steering Council or any individual Council member by law.Council Member Conflicts of Interest. The Steering Council shall adopt a conflict of interest policy that complies with all requirements of the Internal Revenue Code of 1986, as amended, and the regulations thereunder. The following provisions govern the validity of certain contracts and transactions, pursuant to Wisconsin Statutes section

181.0831. No contract or other transaction between the Corporation and one or more of its Council members or any other corporation, firm, association, or entity in which one or more of its Council members are Council members or officers or has a material financial interest, shall be either void or voidable because of such relationship or interest or because such Council member or members are present at the meeting of the Steering Council or a committee thereof which authorizes, approves or ratifies such contract or transaction or because his or their votes are counted for such purpose, if (1) the fact of such relationship or interest is disclosed or known to the Steering Council or committee which authorizes, approves or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested Council members; or (2) the fact of such relationship or interest is disclosed or known to the Council members entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or [should this be “and”] (3) the contract or transaction is fair and reasonable to the Corporation. Common or interested Council members may be counted in determining the presence of a quorum at a meeting of the Steering Council or a committee thereof which authorizes, approves or ratifies such contract or transaction.

COMMENT: (1) We are asking counsel to indicate whether item (3) in Section 14 is inconsistent with recent case law. (2) Whether or not there is case law indicating that (3) is not appropriate, we are asking legal counsel whether using the word “and” rather than “or” before (3) would be more appropriate. (3) The ad hoc governance committee did not have an opportunity to draft the conflict of interest policy at our meeting on Thursday. We are meeting again on Monday and hope to have a conflict of interest policy applying to both Council members and staff by the Wednesday Council meeting.

ARTICLE IV **Officers**

Section 1. Officers. The Corporation shall have a Chair, Vice-Chair, a Secretary, a Treasurer and such other officers or assistant officers as the Council may from time to time elect. The positions of Secretary and Treasurer may be held by the same person.

Section 2. Election. The officers of the Corporation shall be chosen annually by the Steering Council at its annual meeting, and each officer shall hold office until such officer’s successor shall have been duly elected and qualified, or until such officer’s death, resignation or removal. Election or appointment as an officer shall not of itself create contract rights.

Section 3. Resignation. Any officer may resign at any time by giving written notice to the Steering Council or the Secretary of the Corporation. Such resignation shall take effect at the time specified therein or, if no time is specified, then upon receipt of the resignation by the Secretary or the Steering Council as the case may be, and, unless otherwise specified therein, acceptance of such resignation shall not be necessary to make it effective.

Section 4. Removal. In accordance with procedures defined in the Policies and Procedures of the SWWT Water Trust, any officer may be removed from office by the action of the Steering Council, whenever in their judgment the best interests of the Corporation will be served thereby, without prejudice to the contract rights, if any, of the officer so removed.

Section 5. Vacancies. A vacancy occurring in any office, for any reason, may be filled for the unexpired portion of the term of said office by the Steering Council.

Section 6. Chair. The Chair shall be a member of the Steering Council and shall preside at meetings of the Council. The Chair shall have such duties, responsibilities and powers as may be necessary to carry out the directions and policies of the Steering Council or as are prescribed in these Bylaws or otherwise delegated by the Steering Council and shall at all times be subject to the policies, control and direction of the Steering Council. The Chair may sign and execute, in the name of the Corporation, any instrument or document consistent with the foregoing general delegation of authority or any other instrument or document specifically authorized by the Steering Council, except when the signing and execution thereof shall have been expressly delegated by the Steering Council or by these Bylaws to some other officer or agent of the Corporation; provided, that neither the Chair nor any other officer may sign any deed or instrument of conveyance or endorse any security or execute any checks, drafts, or other orders for payment of money, notes, acceptances, or other evidence of indebtedness without the specific authority of the Steering Council pursuant to the Article V below of these Bylaws dealing with such matters. The Chair shall, whenever it may in the Chair's opinion be necessary, prescribe the duties of other officers and employees of the Corporation, in a manner not inconsistent with the provisions of these Bylaws and the directions of the Steering Council.

COMMENT: The committee reviewing the draft Bylaws thought that the deleted phrase above was inconsistent with Sec 10 below. We propose to resolve the inconsistency by deleting the phrase above. The Chair retains the powers defined, but not the designation of chief executive officer.

Section 7. Vice-Chair. The Vice Chair shall be a member of the Steering Council. In the absence or disability of the Chair, the Vice-Chair shall perform the duties of the Chair, and when so acting shall have all the powers of, and be subject to all the restrictions on, the Chair. The Vice-Chair shall have such other powers and perform such other duties as may be prescribed for them from time to time by the Steering Council, or these Bylaws.

Section 8. Secretary. The Secretary shall be a member of the Steering Council. The Secretary shall:

(a) Certify and keep at the principal office of the Corporation the original or a copy of its Articles of Incorporation and Bylaws, as amended or otherwise altered to date.

(b) Keep at the principal office of the Corporation or such other place as the Steering Council may direct, a book of minutes of all meetings of the members of the Corporation, the Steering Council and committees thereof, with the time and place of holding, whether regular or special and, if special, how authorized, the notice thereof given, and the names of those present at the meetings.

(c) See that all notices are duly given in accordance with the provisions of these Bylaws or as required by law.

(d) Be custodian of the records and of the seal of the Corporation, if any, and see that it is engraved, lithographed, printed, stamped, impressed upon, or affixed to all documents the execution of which on behalf of the Corporation under its seal is duly authorized in accordance with the provisions of these Bylaws.

(e) See that the books, reports, statements and all other documents and records required by law are properly kept and filed.

(f) Exhibit for inspection upon request the relevant books and records of the Corporation to any member (if the Corporation has members) for any proper purpose at any reasonable time.

(g) In general, perform all duties incident to the office of Secretary, and such other duties as from time to time may be assigned by the Steering Council.

Section 9. Treasurer. The Treasurer need not be a member of the Steering Council. The Treasurer shall perform or have performed under the Treasurer's direction the following functions:

(a) Have charge and custody of, and be responsible for, all funds and securities of the Corporation, and deposit all such funds in the name of the Corporation in such banks, trust companies or other depositories as shall be selected by the Steering Council.

(b) Keep and maintain adequate and correct accounts of the Corporation's properties and business transactions, including account of its assets, liabilities, receipts, disbursements, gains, losses, capital and surplus.

(c) Exhibit for inspection upon request the relevant books and records of the Corporation to any member (if the Corporation has members) for any proper purpose at any reasonable time.

(d) Render interim statements of the condition of the finances of the Corporation to the Steering Council upon request, and render a full financial report at the annual meeting of the Steering Council and, if there are members, at the annual meeting of members.

(e) Receive, and give receipt for, moneys due and payable to the Corporation from any source whatsoever.

(f) In general, perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to the Treasurer by the Steering Council.

Section 10. President and Chief Executive Officer. A President and Chief Executive Officer may be appointed as a volunteer or hired by and serve at the pleasure of the Steering Council. The compensation of the President will be set by the Steering Council. If a President is not appointed, the Chair shall have the power to serve as President. The President shall represent the Corporation in all business and legal activities. The President shall authorize the expenditures of the Corporation's funds for sale publications, printing, stationary, travel, employment of clerks, and incidental expenses incurred in the conduct of the Corporation, provided that no individual expenditure for ordinary and usual expenses shall exceed the maximum amount established from time to time by the Council, unless the Council has given prior approval for a larger expenditure or an expenditure is set forth in a Council-approved budget. The President shall hire and discharge all employees of the Corporation and shall conduct those business transactions necessary to hire and discharge. The President shall be the immediate supervisor of all persons employed by the Corporation.

Section 11. Compensation. The reasonable compensation of the officers, if any, shall be fixed from time to time by the Steering Council, and no officer shall be prevented from receiving such compensation by reason of the fact that such officer is also a Council member of the Corporation.

ARTICLE V
Instruments; Bank Accounts; Checks
and Drafts; Loans; Securities

Section 1. Execution of Instruments. Except as in these Bylaws otherwise provided, the Steering Council may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authorization may be general or confined to specific instances. Except as so authorized, or as in these Bylaws otherwise expressly provided, no officer, agent, or employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable for any purpose in any amount.

Section 2. Bank Accounts. The Steering Council from time to time may authorize the opening and keeping of general and/or special bank accounts with such banks, trust companies or other depositories as may be selected by the Board or by any officer or officers, agent or agents of the Corporation to whom such power may be delegated from time to time by the Steering Council. The Steering Council may make such rules and regulations with respect to said bank accounts, not inconsistent with the provisions of these bylaws as the Board may deem expedient.

Section 3. Checks and Drafts. All checks, drafts or other orders for the payment of money, notes, acceptances, or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, agent or agents, of the Corporation, and in such manner, as shall be determined from time to time by resolution of the Steering Council. Endorsements for deposit to the credit of the Corporation in any of its duly authorized depositories may be made without counter-signature, by the Chair or any Vice-Chair, or the Treasurer, or by any other officer or agent of the Corporation to whom the Steering Council, by resolution, shall have delegated such power, or by hand-stamped impression in the name of the Corporation.

Section 4. Loans. No loans shall be contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in its name unless authorized by or under the authority of a resolution of the Steering Council. Such authority may be general or confined to specific instances. No loans may be made to any officer or Council member of the Corporation, directly or indirectly, except that reasonable advances of reimbursable expenses may be made in the discretion of the Chair or, in the case of the Chair, as determined by the Steering Council.

Section 5. Sale of Securities. The Steering Council may authorize and empower any officer or officers to sell, assign, pledge or hypothecate any and all shares of stocks, bonds or securities, or interest in stocks, bonds or securities, owned or held by the Corporation at any time, including without limitation because of enumeration, deposit certificates for stock and warrants or rights which entitle the holder thereof to subscribe for shares of stock, and to make and execute to the purchaser or purchasers, pledgee or pledgees, on behalf and in the name of the Corporation, any assignment of bonds or stock certificates representing shares of stock owned or held by the Corporation, and any deposit certificates for stock, and any certificates representing any rights to subscribe for shares of stock. However, the Corporation shall not offer or sell any securities in violation of any State or Federal securities law registration or other requirement.

ARTICLE VI
Miscellaneous

Section 1. Fiscal Year. The fiscal year of the Corporation shall end on such date as shall be established by the Steering Council.

Section 2. Corporate Seal. The Corporation will not have a seal.

Section 3. Principal Place of Business. The principal place of business of the Southeastern Wisconsin Watersheds Trust, Inc. is the State of Wisconsin.

ARTICLE VII
Indemnification

Section 1. Mandatory Indemnification. The Corporation shall, to the fullest extent permitted or required by the Statute, indemnify each Council member and Officer against any and all Liabilities, and advance any and all reasonable Expenses as incurred by a Council member or Officer, arising out of or in connection with any Proceeding to which such Council member or Officer is a Party because he or she is a Council member or Officer of the Corporation. The rights to indemnification granted hereunder shall not be deemed exclusive of any other rights to indemnification against Liabilities or the advancement of Expenses to which such person may be entitled under any written agreement, board resolution, vote of members, the Statute or otherwise. The Corporation may, but shall not be required to, supplement the right to indemnification against Liability and advancement of Expenses under this Section 1 by the purchase of insurance on behalf of any one or more of such persons, whether or not the Corporation would be obligated to indemnify such person under this Section 1. The term "Statute," as used in this Article, shall mean Sections 181.0871 through 181.0883 of the Wisconsin Nonstock Corporation Law and all amendments thereto which permit or require the Corporation to provide broader indemnification rights than prior to the amendment. All other capitalized terms used in this Article and not otherwise defined herein shall have the meaning set forth in Section 181.0871 of the Statute.

Section 2. Private Foundation Limitation. Notwithstanding the foregoing, at any time when the Corporation is or becomes a "private foundation" within the meaning of Section 509(a) of the Internal Revenue Code of 1986, as amended, or Section 181.0320 of the Wisconsin Statutes, the following limitation shall apply: No indemnification will be permitted to the extent such indemnification would constitute an act of "self-dealing" or is otherwise subject to excise taxes under Chapter 42 of the United States Internal Revenue Code of 1986, as amended, or is prohibited under Section 181.0320 of the Wisconsin Statutes or any similar successor provision thereto.

Section 3. Limited Liability of Volunteers. Each individual (other than an employee of the Corporation) who provides services to or on behalf of the Corporation without compensation ("Volunteer") shall be immune from liability to any person for damages, settlements, fees, fines, penalties or other monetary liabilities arising from any act or omission as a Volunteer, to the fullest extent provided by Section 181.0670 of the Wisconsin Nonstock Corporation Law or any similar successor provision thereto. For purposes of this section, it shall be conclusively presumed that any Volunteer who is licensed, certified, permitted or registered under state law and who is performing services to or on behalf of the Corporation without compensation is not acting within the scope of his or her professional practice under such license, certificate, permit or registration, unless otherwise expressly indicated to the Corporation in writing.

ARTICLE VIII
Amendment

These Bylaws may be amended or repealed and additional bylaws may be adopted at any time by the Steering Council; provided, that notice of any meeting at which an amendment is to be approved must be given in accordance with these Bylaws, must state that the purpose, or one of the purposes, of the meeting is to consider a proposed amendment to the Bylaws, and must contain or be accompanied by a copy or summary of the amendment or state the general nature of the amendment. The amendment must be approved by a majority of the Council members in office at the time the amendment is adopted.

ARTICLE IX
Permitted Distributions

The Corporation may make a distribution to another corporation if:

- (a) The distribution is made in accordance with the stated purposes of the Corporation;
- (b) After the distribution, the Corporation will be able to pay its debts as they become due in the usual course of its activities;
- (c) After the distribution, the Corporation's total assets will equal at least the sum of its total liabilities; and
- (d) The corporation to which the distribution is made may not distribute any part of its income to members, Council members or officers and is exempt from taxation under Section 501(c)(3) of the Internal Revenue Code.

Wisconsin Pre-proposal Template for Great Lakes Restoration Initiative Projects

11/24/2009

Project Title: Implementation Planning for Priority Action in the Kinnickinnic and Menomonee River Watersheds

Project Applicant: Southeastern Wisconsin Watersheds Trust

Contact Person: Nancy Frank, University of Wisconsin – Milwaukee, Department of Urban Planning, PO Box 413, Milwaukee, WI 53201-0413, 414-229-5372; 414-229-6976 (fax)

Project Location (please be as specific as possible):

Lake Michigan Basin

Kinnickinnic River and Menomonee River watersheds, HUC 04040003

GLRI Focus Area: 1.C Nearshore Health and Nonpoint Source Pollution—1.C.8 Watersheds Best Management Practices, Planning, and Implementation

Problem Statement: Subsequent to the Southeast Wisconsin Regional Water Quality Plan Update for the Milwaukee River watershed, the Southeastern Wisconsin Watersheds Trust was formed to coordinate the implementation of the plan. With funding from the Milwaukee Metropolitan Sewerage District, second level planning was undertaken to identify with greater specificity the sources and targets for watershed restoration in the Kinnickinnic and Menomonee River watersheds. Portions of both watersheds are in the Lake Michigan Area of Concern, and conditions within the watershed clearly contribute to degraded habitat and water quality in the estuary.

The Watershed Restoration Plans for both watersheds found that 50-60 percent of the fecal coliform load was from “unknown” sources. The analysts suggested that the “unknown” sources may be caused by illicit connections to the storm sewer system, leaking sewers, or other unidentified sources. The watershed model includes the unknown source fecal coliform loads as a portion of the nonpoint load.

The highest priority action step identified by the plans is to identify unknown sources of bacteria, and correct the sources identified. The regional water quality plan had specified that 17 percent of the unknown source load of fecal coliform needed to be corrected in order to achieve water quality goals.

The unknown fecal load serves as an indicator of likely human sewage flows into the stream from sources other than sanitary and combined sewer overflows. If the unknown fecal load is largely from human sewage entering streams from illicit connections to storm sewers and leaky sanitary sewer pipes, other pollutants and contaminants would also be present, including phosphorus, nitrogen, and BOD.

Currently, SWWT Water Trust is funded by the Joyce Foundation to conduct sampling at stormwater outfalls in the Menomonee River watershed over a three-year period to identify the most problematic outfalls requiring further analysis. This work is being carried out in collaboration with Milwaukee Riverkeeper. The Joyce Foundation funding serves as a pilot of

sampling strategies and methods that will yield high-quality data that can direct activity toward eliminating the source, whether from illicit connections to storm sewers, leaking sewer pipes, or other sources.

Proposed Work: In collaboration with community partners and volunteer monitors, a comprehensive sampling effort will be undertaken to identify the specific geographic locations where raw sewage is entering the streams during dry weather or in wet weather at times when sewers have not overflowed. When locations of likely illicit connections or leaky pipes are identified, SWWT Water Trust will work with municipal partners to develop a remediation plan, working with landowners to correct the problem. As recommended in the Watershed Restoration Plans, the project will:

- Do dry weather surveys to identify outfalls with dry weather flows;
- Sample outfalls to determine which have human bacteria discharges (wet and dry weather samples);
- Determine ownership of outfalls that have dry weather flows and/or human bacteria;
- Initiate discussion with owner of outfall to begin determining corrective action; and
- Implement projects to correct, remove, or disconnect sources of bacteria.

Collaboration with others: This work would be carried out collaboratively with Milwaukee Riverkeeper, the Milwaukee Metropolitan Sewerage District, UWM WATER Institute, and municipalities in the targeted areas.

Describe what existing plan(s) this work will forward the goals of: As described above, this work is a directly follows from the 2007 Regional Water Quality Management Plan Update and the Watershed Restoration plans for the Kinnickinnic and Menomonee River watersheds.

Project Cost: The total project cost for this project is \$150,000. That includes:

Southeastern Wisconsin Watersheds Trust (project management)
Milwaukee Riverkeeper (citizen monitoring training and deployment)
UWM WATER Institute (bacterial identification for human sewage source)

**Wisconsin Pre-proposal Template for
Great Lakes Restoration Initiative Projects**

11/24/2009

Project Title: Watershed Restoration Plan for the Milwaukee River watershed in the Milwaukee AOC

Project Applicant: Southeastern Wisconsin Watersheds Trust

Contact Person: Nancy Frank, University of Wisconsin – Milwaukee, Department of Urban Planning, PO Box 413, Milwaukee, WI 53201-0413, 414-229-5372; 414-229-6976 (fax)

Project Location (please be as specific as possible):

Lake Michigan Basin

Milwaukee River watershed, HUC 04040003

Milwaukee River South Watershed

GLRI Focus Area: 1.C Nearshore Health and Nonpoint Source Pollution—1.C.8 Watersheds Best Management Practices, Planning, and Implementation

Problem Statement: The Section 208 regional water quality plan update for the Milwaukee River watershed was completed by the Southeastern Wisconsin Regional Planning Commission in 2007. The plan found that water quality and habitat conditions in the lower reaches of the watershed, in the Lake Michigan Area of Concern, do not meet applicable regulatory and ecological standards. Problems include legacy contaminants, including PCBs, and high levels of fecal contamination. For fecal coliform, nitrogen, and suspended solids, nonpoint pollution is the source by a wide margin. For phosphorus, approximately a third of the load is from nonpoint sources. Through the Remedial Action Planning (RAP) process, 11 of the 14 beneficial uses were found to be impaired. Beneficial use impairments (BUIs) in the AOC include: restrictions fish and wildlife consumption, eutrophication or undesirable algae, beach closings, degraded fish populations, degradation of aesthetics, loss of fish and wildlife habitat, and restrictions on dredging activities. These impairments are related to nonpoint sources, especially urban runoff.

Although implementation of Phase 2 stormwater regulations may have a beneficial effect by reducing the runoff from land, studies in the Kinnickinnic and Menomonee watersheds in the Milwaukee area suggest that more detailed study is needed to identify cost-effective strategies for reducing pollutant loads. This more detailed analysis is referred to as second level planning.

A second level plan would more clearly target sources, in terms of both source type and geographic location, allowing the development of implementation strategies and plans to reduce pollutants contributing to consumption advisories, algae growth in river and nearshore Lake Michigan, and aesthetics and habitat issues.

Proposed Work: We propose to conduct second level planning in the watersheds that make up the Area of Concern in the Milwaukee River watershed. This work would be substantially similar to the planning work that is currently underway in the Kinnickinnic and Menomonee River watersheds. This work effort will produce as adaptive, phased Watershed Restoration Plan for the subwatersheds of the Milwaukee River Watershed that are within the Area of Concern for Milwaukee. These are:

The Watershed Restoration Plan will contain the following:

- Detailed recommendations identifying cost-effective opportunities (targeting sources, in terms of both source type and geographic location) to make substantial improvements

toward achieving the beneficial uses in the subwatersheds included in the study and the nearshore Lake Michigan area and beaches affected by flows from the targeted subwatersheds.

- An implementation plan focused on activities that should take place in the near term to meet long-term water quality and habitat goals in the Area of Concern as influenced by the Milwaukee River subwatersheds included in this plan;
- A collaborative stakeholder involvement;
- A detailed monitoring plan for tracking progress toward achieving beneficial uses as a result of plan implementation.

This effort builds upon the sound science, extensive data and alternatives analysis of the Milwaukee Metropolitan Sewerage District (MMSD) 2020 Facilities Plan and the Southeastern Wisconsin Regional Planning Commission's (SEWRPC) Regional Water Quality Management Plan Update (RWQMPU) – the combined effort known as the Water Quality Initiative (WQI) which ended in 2007.

Collaboration with others: This work would be carried out collaboratively with the Southeastern Wisconsin Regional Planning Commission, the Milwaukee Metropolitan Sewerage District, municipalities within the targeted watersheds, and water-related citizen groups in the Milwaukee area.

Describe what existing plan(s) this work will forward the goals of: As described above, this work is a directly follows from the 2007 Regional Water Quality Management Plan Update for the Milwaukee River Basin. It will also address the issues and strategies identified in the Milwaukee River Basin Plan (Wisconsin Department of Natural Resources, 2001) and the Area of Concern Delisting Plan (Wisconsin DNR, 2008).

Project Cost: The total project cost for this project is \$750,000. That includes:

Southeastern Wisconsin Watersheds Trust (public outreach and project oversight)
Milwaukee Metropolitan Sewerage District (project management)
Southeastern Wisconsin Regional Planning Commission (technical consultation on the watershed model)