

RESOLUTION OF THE
RESOURCES AND DEVELOPMENT COMMITTEE
23rd Navajo Nation Council --- Fourth Year, 2018

AN ACTION

RELATING TO RESOURCES AND DEVELOPMENT COMMITTEE; APPROVING A
UNIFORM SET OF BYLAWS FOR THE FIVE NAVAJO NATION SOIL AND WATER
CONSERVATION DISTRICTS OF FORT DEFIANCE, SHIPROCK, NAVAJO
MOUNTAIN, CHINLE AND LITTLE COLORADO RIVER

BE IT ENACTED:

SECTION ONE. AUTHORITY

The Resources and Development Committee has oversight over water and soil on the Navajo Nation and the rules and regulations with respect to environmental protection. 2 N.N.C. §§ 500(C) and 501(B) (1).

SECTION TWO. FINDINGS

- A. The Navajo Nation Council established the policy and process whereby Soil and Water Conservation Districts (SWC Districts) for the Navajo Nation are to be established. 3 N.N.C. §§ 2812, 2813-15, 2826-29, 2840-43.
- B. The five Districts established are the: Fort Defiance SWC District, Shiprock SWC District, Navajo Mountain SWC District, Chinle SWC District, and Little Colorado River SWC District.
- C. The Resources and Development Committee of the Navajo Nation Council was established as the oversight committee with respect to the Districts. 3 N.N.C. §§ 2827-28.
- D. The Districts are required to enact bylaws which must be approved by the Resources and Development Committee of the Navajo Nation Council. See 3 N.N.C. § 2840 (C).
- E. The United States Department of Natural Resources and Natural Resources Conservation Service has notified the five Soil and Water Conservation Districts that it cannot engage with the Districts until they have adopted the required bylaws. See Exhibit A.

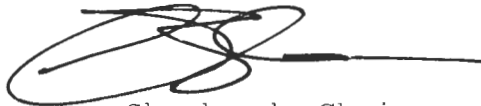
- F. A uniform set of bylaws was drafted for approval and application to all the Districts. See **Exhibit B**.
- G. The respective five Districts have approved, by District Resolutions, the adoption of a uniform set of bylaws applicable to all Districts. See **Exhibit C**.
- H. Resources and Development Committee finds it in the best interest of the Navajo Nation to approve the adoption of the uniform bylaws as found at **Exhibit B** and approved for adoption by the respective District Resolutions found at **Exhibit C**.

SECTION THREE. APPROVAL

The Resources and Development Committee of the Navajo Nation Council hereby approves the adoption of uniform bylaws as found at **Exhibit C**, which shall be applicable to the five Navajo Nation Soil and Water Conservation Districts of Fort Defiance SWC District, Shiprock SWC District, Navajo Mountain SWC District, Chinle SWC District, and Little Colorado River SWC District.

CERTIFICATION

I, hereby, certify that the following resolution was duly considered by the Resources and Development Committee of the 23rd Navajo Nation Council at a duly called meeting at Navajo Nation Council Chambers, Window Rock, Navajo Nation (Arizona), at which a quorum was present and that same was passed by a vote of 3 in favor and 0 opposed, on this 31st day of October 2018.



Alton Joe Shepherd, Chairperson
Resources and Development Committee
of the 23rd Navajo Nation Council

Motion: Honorable Benjamin Bennett

Second: Honorable Leonard Pete

Chairperson Alton Joe Shepherd not voting.



United States Department of Agriculture



SEP 19 2016

Roland Tso
President
Chinle Soil & Water Conservation District
Post Office Box 3223
Chinle, Arizona 86503

File Code: 180-12

Dear President Tso:

We have recently learned your organization is not in compliance as outlined in Navajo Nation Code Annotated (2010), Title 3 – Agriculture and Livestock, Chapter 21 - Soil and Water Conservation Districts, Subchapter 7 - Administration of the District, §2840 - District Board of Directors.

The specific directive outlined below has not been met:

Navajo Nation Code Annotated (2010), Title 3, Chapter 21, Subchapter 7, §2840
C. The Board of Directors of each District shall enact bylaws including procedures for the transaction of business, which bylaws must be approved by the Resources Committee.

Unfortunately, Natural Resources Conservation Service (NRCS) cannot engage with the Soil & Water Conservation District (SWCD) until you are in compliance with the Navajo Nation Code. NRCS will recognize the Soil & Water Conservation District upon the Navajo Nation Resources & Development Committee's resolution of the approved directive.

We look forward to partnering with the Soil & Water Conservation Districts on Navajo Nation and learning about your natural resources concerns, therefore, we would like to have the requested information within 90 days of this letter.

Upon receipt of the Navajo Nation Resource & Development Committee's official documentation of the SWCD's compliance, NRCS will reach out to the SWCD and other appropriate parties, as appropriate, to develop a new Memorandum of Understanding with USDA and a new Cooperative Working Agreement with NRCS.

Please provide the operational/procedural documents such as your bylaws that outline the election, selection and terms of the Supervisor and Chairperson of the SWCD, along with contact information for your current Board of Directors to Rebecca de'la Torre, Assistant

Natural Resources Conservation Service
230 N. First Avenue, Suite 509, Phoenix, Arizona 85003-1733
Tel. (602) 280-8801 • Fax (855) 844-9178

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Roland Tso
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State Conservationist – Partnerships, at Rebecca.deLaTorre@az.usda.gov. If you have any questions, please contact Rebecca via email or 602-280-8830.

Sincerely,



KEISHA L. TATEM
State Conservationist

cc:

Alton Shepard, Navajo Nation, Resources & Development Committee Chairman
Walter Phelps, Navajo Nation, Resources & Development Committee Delegate
Bidtah Becker, Navajo Nation, Division of Natural Resources Director
Rebecca de la Torre, NRCS, Assistant State Conservationist – Partnerships
Kendal Hicks, NRCS, Assistant State Conservationist – Field Operations Area 1
Richard Begay, NRCS, Tribal Liaison
Lyndon Chee, NRCS, District Conservationist

**NAVAJO NATION SOIL AND WATER
CONSERVATION DISTRICTS**

BYLAWS

- I. **NAME OF EACH ORGANIZATION.**
- a. Chinle Soil and Water Conservation District
 - b. Fort Defiance Soil and Water Conservation District
 - c. Little Colorado River Soil and Water Conservation District
 - d. Navajo Mountain Soil and Water Conservation District
 - e. Shiprock Soil and Water Conservation District
 - f. Collectively referred to as Navajo Nation Soil and Water Conservation Districts (NNSWCDs)
- II. **AUTHORIZATION.**
- a. The NNSWCDs are hereby established by Navajo Nation Council Resolution CF-11-80 codified under NNC Title 3, Chapter 21 on February 7, 1980.
- III. **MISSION.**
- a. The mission of the NNSWCDs is to provide for the conservation and restoration of forest, range and watershed resources; for the control of erosion and sedimentation; for the control of floods and the beneficial use of flood waters; and to thereby preserve and enhance wildlife and vegetation and scenic and recreational resources and conserve natural resources, and in such a manner to promote the public health, safety and general wellbeing of the Navajo People.
- IV. **GOALS AND OBJECTIVES.**
- a. To expand services under the existing mutual agreements with USDA; and,
 - b. To develop, conserve, and promote the wise use of natural resources of the Navajo Nation for future generations; and,
 - c. To provide conservation planning assistance and educational outreach to Navajo Nation leadership, Agricultural producers, and others; and,
 - d. To identify common issues and local resource concerns relating to natural resources and recommend priorities to Navajo Nation and State agencies; and,
 - e. To sponsor Local Work Groups for the development of Seven Generation Plans, and Annual Plans to meet Soil, Water, Air, Plant, Animal, Human, and Energy (SWAPAHE) resource goals and objectives.
- V. **LOCATION.**
- a. The mailing addresses for each office of the NNSWCD are as follows:
 - i. Chinle SWCD, Post Office Box 490 Chinle, AZ 86503
 - ii. Fort Defiance SWCD, Post Office Box 499 St. Michaels, Arizona 86511
 - iii. Little Colorado River SWCD, Post Office Box 3472, Indian Wells, AZ 86031-3472
 - iv. Navajo Mountain SWCD, Post Office Box 910 Tonalea, Arizona 86044
 - v. Shiprock SWCD Post Office Box 3561 Shiprock, New Mexico 87420
 - b. Mail and correspondences can be sent to each of these locations.

- c. Records of each of the NNSWCDs shall be held at each Natural Resources Conservation Services (NRCS) sub-office within each district.

VI. **QUALIFICATION AND MEMBERSHIP CRITERIA.**

- a. The Board shall consist of members of the Navajo communities/chapters located within the boundaries of each SWCD.
- b. Membership is open to producers and members of each Chapter:
 - i. Chinle SWCD (14 chapters)
 - ii. Ft. Defiance SWCD (20 chapters)
 - iii. Little Colorado River SWCD (13 chapters)
 - iv. Navajo Mountain SWCD (11 chapters)
 - v. Shiprock SWCD (14 chapters).
- c. Ad Hoc Membership:
 - i. Membership is also open to any individual, company, institution, agency or organization dedicated to natural resource conservation on tribal lands, and interested in supporting and promoting the purposes of the NNSWCDs.
 - ii. Ad Hoc members cannot vote.

VII. **BOARD OF DIRECTORS – For Each Respective SWCD**

- a. The Board shall consist of members of the Navajo communities/chapters located within the boundaries of each SWCD.
- b. Must not have been convicted of embezzlement, fraud, misuse of funds or have been disbarred or suspended from providing services to the Navajo Nation
- c. Number of Board of Directors
 - i. The maximum number of Board of Directors in each SWCD shall be four.
- d. Term
 - i. The term of each member of the Board of Directors shall be four years.
 - 1. Except that two members of the initial Board will be elected to serve two years.
- e. Elections
 - i. Board member elections shall be held every two years
 - ii. Terms will be staggered such that no more than two members shall be elected in any election year.
 - iii. Elections shall be made by the majority of the quorum present at any meeting conducted for election purposes.
 - iv. Individual may choose to run for a positions or be nominated to run for a position.
 - v. Results of election shall be confirmed through resolution.
- f. Resignation – any Board of Director may resign at any time with a written resignation address to the Chair of the Board, or Vice-Chair in the case of Chairs resignation/unavailability.
- g. Removal
 - i. Any Board of Director may be removed at any time for justifiable cause for the following:

1. Gross misconduct or willful neglect of his/her duties.
2. Conduct derogatory to the best interest of the SWCD.
3. Missed three (3) consecutive board meetings without justification and no advance notice.
- ii. The Board of Director shall be given the opportunity to be heard by the Board of Directors before the vote regarding termination.
- iii. A ten (10) day prior notice of the proposed removal and the reason will be given before a duly called special meeting.
- iv. A majority vote within the respective SWCD at a special meeting is necessary for removal.
- v. A Board of Director's removal under these provisions will be ineligible to serve on the Board for two (2) years from the date of removal.
- h. Vacancies – Should a vacancy occur during the four-year term, the Board Shall hold a special meeting with the members of their SWCD to fill the vacancy.
 - i. The Chair of the Board of Directors shall notify the SWCD membership of the vacant position well in advance of holding a special meeting.
 - ii. Election shall be made by the majority of the quorum present at the special meeting.

VIII. **OFFICERS OF THE BOARD OF DIRECTORS.**

- a. Chair.
 - i. Shall preside at each meeting.
 - ii. Shall perform all duties consistent with these Bylaws and related duties of a Board of Director Chair.
 - iii. Shall prepare resolutions.
 - iv. Other duties may be assigned from time to time by the Board of Directors.
- b. Vice Chair.
 - i. In the absence of the Chair, shall preside at duly called meetings.
 - ii. Shall assist the Chair with assigned duties.
 - iii. Shall assist preparation of resolutions, as needed.
 - iv. Shall provide and/or ensure notice is sent out regarding upcoming meetings.
 - v. May be assigned other duties by the Board.
- c. Secretary.
 - i. Shall take and maintain meeting minutes of all meetings.
 - ii. Shall prepare the Agenda for meetings in coordination with the Chair.
- d. Treasurer.
 - i. Shall maintain financial accounting.
 - ii. Shall handle all deposits of funds.
 - iii. Provide financial statements and updates to Board and members at meetings.

IX. **POWERS AND DUTIES.** Each SWCD organized under the Navajo Nation Code shall be a political subdivision of the Navajo Nation and shall exercise the following functions, powers, and duties:

- a. Employ, subject to available funds, administrative, clerical, and technical staff personnel.
- b. Conduct surveys, investigation, and research related to soil erosion, flood water, flood control, non-point water pollution, sediment control, watershed development, methods of cultivation, seeding and undesirable species eradication, and other measures as will aid farm and range operation, disseminate information, and carry on research programs in cooperation with Navajo Nation and federal agencies.
- c. Conduct demonstration and training projects pertaining to all aspects of soil and water conservation, restoration, and utilization.
- d. Cooperate and enter into agreements with customary land users, farmers, and ranchers, and agencies of the federal government, to carry on programs of soil erosion prevention, flood water control and utilization, methods of cultivation, cropping practices, land leveling, improvement of agricultural lands, methods of reseedling and vegetation enhancement on range lands.
- e. Construct, improve, operate, and maintain any structure deemed necessary or convenient for the performance of any operation authorized by Code.
- f. To acquire and administer all supplies, tools, equipment, and other property necessary for the implementation of soil and water conservation programs.
- g. Make available, on such terms as the Board of Directors may prescribe, agricultural and engineering machinery and equipment and supplies necessary to the implementation of soil and water conservation programs.
- h. Develop comprehensive long range district-wide plans for soil and water conservation programs, and annual work plans for the implementation of long range programs.

X. LIMITATIONS OF POWERS.

- a. All planning and implementation of water resource conservation, utilization, or development programs shall be conducted with the full understanding, consent, and participation of any Navajo Nation entities owning or operating water control structures within the District and of the Navajo Water Commission.
- b. NNSWCDs shall have no control or authority whatsoever over the determination or assignment of water rights.
- c. NNSWCDs shall be subject to all applicable Navajo Nation and federal laws and regulations.
- d. In developing and implementing long range conservation programs and annual work plans, NNSWCDs shall consult and cooperate with other Navajo Nation departments and commissions.

XI. MEETINGS.

- a. The Board of Directors shall meet on a monthly basis.
 - i. Notice of the Board meeting shall be provided via email or cellular text at least Forty-eight hours before the meeting.
 - ii. Special meetings may be called by the Board of Director Chair as deemed necessary.

- iii. Board of Directors shall meet at District Chapters or via teleconference during each meeting.
 - iv. District Board of Directors shall be an open public meeting to producers and land users of Navajo Nation.
 - v. District Board of Directors shall plan one annual District membership meeting during the month of January.
 - vi. Announcement of NNSWCDs annual membership meetings shall be made via public notice.
 - b. All the respective Board of Directors shall plan one annual Navajo Nation wide SWCD membership meeting during the month of February with all NNSWCDs members present.
 - i. Board of Directors shall abide by Parliamentary Procedures.
 - c. Quorum
 - i. The members present at any properly announced meeting shall constitute a quorum.
 - ii. Decisions shall be made by a simple majority vote of members present.
 - iii. In the event quorum is lost the meeting will be adjourned.
 - d. Agendas shall include:
 - i. Date, Time, Location, Type of Meeting, Call to Order, Roll Call, Agenda and last meeting Minutes approval, Old Business, New Business, Announcements, Reports, Next meeting and Adjournments.
 - e. Minutes shall include:
 - i. Date, Time, Location, Type of Meeting, Call to Order, Roll Call, Agenda and last meeting Minutes approval, Old Business, New Business, Announcements, Reports, Next meeting and Adjournments. Document decisions, assignments and deadlines.
 - f. Voting.
 - i. At all meetings, all matters shall be decided by the vote of a simple majority of the membership present at a duly called meeting.
 - ii. Each member shall be entitled to vote in person and may not vote by proxy.
 - iii. Ad hoc members cannot vote.
- XII. **FINANCIAL.**
 - a. The NNSWCDs Board of Directors shall prepare and propose an annual budget, contingent upon availability of funds.
- XIII. **FISCAL YEAR.**
 - a. The NNSWCDs fiscal year will begin October 01 and end September 30.
- XIV. **CONFLICT OF INTEREST.**
 - a. No Board member shall participate in the consideration of or vote on any matter in which he or she has an interest, financial or other benefit, including any contract employment relationship.

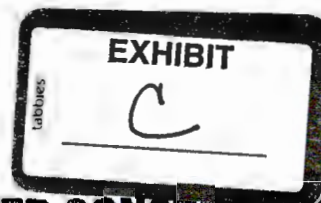
- b. In the event of any disagreement over whether such a conflict exists, a final and binding determination shall be made by a majority of the disinterested Board of Directors present and voting at a duly called meeting.

XV. **COMPENSATION.**

- a. The Board of Directors shall not receive any stated salaries for their services, but by resolution of the Resource and Development Committee, a fixed sum stipend and expenses, if any, may be allowed for attendance at any annual, regular, special meeting, work session or training of the Board.
- b. Claims will be initiated after the conclusion of meetings, must be in full attendance.
- c. The SWCD may pay for compensation to agents or employees for services rendered to the SWCD.
- d. All payment for stipends and wages shall be contingent upon availability of funds.

XVI. **AMENDMENTS** – the NNSWCDs Board of Directors retains the authority to make recommendations to amend these Bylaws to the Resources and Development Committee.

- a. Amendments to the Bylaws may be proposed and approved by a majority vote of the NNSWCD Board of Directors at a duly called Board Meeting.
- b. Approved amendments shall then be presented to the RDC.
- c. Any changes made to the proposed amendments by RDC shall be reviewed and reaffirmed by simple majority vote at a duly called Board Meeting.
- d. An amendment shall, unless otherwise provided, become effective immediately upon its adoption.
- e. Amendments will be distributed to the NNSWCD membership in a timely manner.



NAVAJO NATION SOIL AND WATER CONSERVATION DISTRICTS

RESOLUTION OF NAVAJO NATION SOIL AND WATER CONSERVATION DISTRICT. FDSWCD 10-01-16

SUPPORTING AND APPROVING THE NAVAJO NATION SOIL AND WATER CONSERVATION DISTRICT PLAN OF OPERATION AND BYLAWS FOR ALL FIVE SOIL AND WATER CONSERVATION DISTRICTS OF THE NAVAJO NATION

WHEREAS:

1. The five Navajo Nation Soil and Water Conservation Districts (NNSWCDs) were established by the Navajo Tribal Council resolution CF-11-80 on February 07, 1980 under the Title 3 Chapter 21 of the Navajo Tribal Code; and
2. The Navajo Nation SWCDs have a Memorandum of Understanding, a Mutual Agreement and other agreements with United States Department of Agriculture (USDA) and the Navajo Nation to promote the natural conservation of the soil, water, air, plants, and animals by helping the Navajo people help the land of the Navajo Nation; and
3. The Navajo Nation SWCDs is a major partner to the USDA Natural Resource Conservation Services (USDA/NRCS) working closely with all field offices in securing major funding through the Environmental Quality Incentive Program (EQIP) for conservation projects in the AZ and NM conservation districts; and
4. The Navajo Nation SWCDs have, in the past, received administrative funds from the Navajo Nation Council for promoting and assisting Cooperators; and,
5. When the enabling legislation was first passed it included a Plan of Operation and Bylaws, however the Plan of Operation and Bylaws were not duly approved; and,
6. The Navajo Nation SWCD Executive Board worked with the Navajo Nation Department of Agricultural to develop a draft Plan of Operation and Bylaws; and,
7. All five SWCD Districts provided input on the draft Plan of Operation and Bylaws, which were finalized by the NNSWCD Executive board on October 19, 2016 at duly called regular meeting held at Tsaille, Arizona; and,
8. The NNSWCD Plan of Operation and Bylaws are finalized and ready for approval by the Navajo Nation Resources and Development Committee; and,
9. Once Approved the Navajo Nation Soil and Conservation Districts (NNSWCDs) can continue working with NRCS, Navajo Nation departments, State programs and BIA in compliance with Title 3 authorities, with Navajo Nation certification, and in accordance with existing and future Memorandum of Understanding and any and all Agreements with USDA NRCS, the State, the Bureau of Indian Affairs, and the Navajo Nation; and,
10. After reviewing the proposed Plan of Operation and Bylaws we are in agreement in accepting the draft documents and approve their adoption; and,
11. The NNSWCDs received a letter from the state conservation office on September 19, 2016 stating that *"Natural Resources Conservation Service (NRCS) cannot engage with the Soil & Water Conservation District (SWCD) until you are in compliance with the Navajo Nation Code. NRCS will recognize the Soil & Water*

Conservation District upon the Navajo Nation Resources & Development Committee's resolution of the approved directive."; and,

12. 3 NNC Chapter 21 subchapter 7, §2840 (c) "The Board of Directors of each District shall enact bylaws including procedures for the transaction of business, which bylaws must be approved by the Resources Committee"; and,

13. We need to provide the requested information within 90 days of receipt of the September 19th, letter, requiring us to have an approved Plan of Operation and Bylaws by December 18th, 2016.

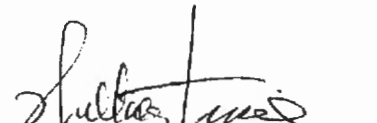
NOW THEREFORE BE IT RESOLVED THAT:

1. We hereby support and approve the Navajo Nation Soil and Water Conservation District Plan of Operation and Bylaws for all five Soil and Water Conservation Districts of the Navajo Nation; and,
2. We request the Navajo Nation Resource and Development Committee to approve the final NNSWCDs Plan of Operation and Bylaws through proper legislation as the oversight committee of the NNSWCDs.

C-E-R-T-I-F-I-C-A-T-I-O-N

We hereby certify that the foregoing resolution was duly considered at a duly called meeting of the Navajo Nation, Fort Defiance Soil Conservation District, ST. Michaels, Navajo Nation, Arizona and that same was approved with a vote of 4 in favor, 0 opposed, and 1 abstentions on Oct. 25, 2016.


Pete Watchman, Pres. FD SWCD


Wallace Tsosic, V. Pres. FD SWCD


Janene Yazzie, Sec/Tres. FD SWCD

NAVAJO NATION SOIL AND WATER CONSERVATION DISTRICTS

BYLAWS

Article I NAME

The name of the organizations shall be Fort Defiance Soil and Water Conservation District, Shiprock Soil and Water Conservation District, Navajo Mountain Soil and Water Conservation District, Chinle Soil and Water Conservation District and Little Colorado River Soil and Water Conservation District, hereinafter referred to as Navajo Nation Soil and Water Conservation Districts (NNSWCDs)

Article II FISCAL YEAR

The NNSWCDs fiscal year will begin October 01 and end September 30.

Article III AUTHORIZATION

The NNSWCDs are hereby established by Navajo Nation Council Resolution CF-11-80 codified under NNC Title 3, Chapter 21 on February 7, 1980.

Article IV MISSION

The mission of the NNSWCDs is to represent Navajo communities in a locally-led partnership with the United States Department of Agriculture (USDA), Navajo Nation Division of Natural Resources, and Bureau of Indian Affairs Division of Natural Resources through sponsoring Local Work Groups (LWG) that will identify resource concerns, assess resource conditions, set priorities, and develop comprehensive Seven Generation Plans for the protection, conservation and restoration of our Soil, Air, Water, Animals, Plants, Humans and Energy resources (SWAPAHE+) for the health of our natural ecosystems to sustain our future generations.

Article V

GOALS AND OBJECTIVES

The goals and objectives of the Navajo Nation Soil and Water Conservation Districts (NNSWCDs) are:

To expand services under the existing mutual agreements with USDA; and,

1. To develop, conserve, and promote the wise use of natural resources of the Navajo Nation for future generations; and,
2. To provide conservation planning assistance and educational outreach to Navajo Nation leadership, Agricultural producers, and others; and,
3. To identify common issues and local resource concerns relating to natural resources and recommend priorities to Navajo Nation and State agencies; and,
4. To sponsor Local Work Groups for the development of Seven Generation Plans, and Annual Plans to meet SWAPAHE resource goals and objectives.

Article VI

LOCATION

The interim office of the NNSWCDs are:

1. Fort Defiance SWCD, Post Office Box 499 St. Michaels, Arizona 86511
2. Shiprock SWCD Post Office Box 3561 Shiprock, New Mexico 87420
3. Navajo Mountain SWCD, Post Office Box 910 Tonalea, Arizona 86044
4. Chinle SWCD, Post Office Box 490 Chinle, AZ 86503
5. Little Colorado River SWCD, HC 63 Box 6087 Winslow, Arizona 86047

Where the records of the NNSWCDs will be kept. Mail and correspondences can be sent to each of these locations

Article VII

MEETINGS

The NNSWCDs Executive Board of Directors shall meet at least six times per year.

1. Notice of the Executive Board meeting shall be provided via email or cellular text at least Forty-eight hours before the meeting.
2. Special meetings may be called by the President as deemed necessary.
3. Executive Board of Directors shall meet at District Chapters or via teleconference during each meeting.
4. Executive Board of Directors shall plan one annual Navajo Nation SWCD membership meeting during the month of February.
5. Executive Board of Directors may abide by Robert's Rules of Order. Or Parliamentary Procedures.
 - a. Agendas shall include: Date, Time, Location, Type of Meeting, Call to Order, Roll Call, Agenda and last meeting Minutes approval, Old Business, New Business, Announcements, Reports, Next meeting and Adjournments.

- b. Minutes shall include: Date, Time, Location, Type of Meeting, Call to Order, Roll Call, Agenda and last meeting Minutes approval, Old Business, New Business, Announcements, Reports, Next meeting and Adjournments. Document decisions, assignments and deadlines.
- c. Board Actions: Resolutions, plans, meeting minutes, agendas and reports shall all be developed and adopted by the board members by simple majority vote when quorum is present
- d. Quorum:
 - i. Shall be determined by the participation of a majority of board members, either in person or via telephone conference, during a scheduled meeting.
 - ii. Decisions shall be made by a simple majority of vote by a quorum of board members
 - iii. In the event quorum is lost the meeting will be adjourned.

The NNSWCDs Board of Directors shall meet on monthly basis at each District.

- 1. Notice of the District Board of Directors meeting shall be provided via email or cellular text at least forty-eight (48) hours before each meeting.
- 2. District Board of Directors shall meet at District Chapters or via teleconference during each meeting.
- 3. District Board of Directors shall be an open public meeting to producers and land users of Navajo Nation.
- 4. District Board of Directors shall plan one annual District membership meeting during the month of January.

The NNSWCDs Board of Directors shall organize a District Membership Meeting to take place annually during the month of January.

- 1. Announcement of NNSWCDs annual membership meetings shall be made via public notice. .
- 2. District Board Officers shall be appointed at the annual meeting by majority vote of participants.

Article VIII

MEMBERSHIP

Membership is open to Producers and appointed SWCD Representatives of each Chapter within the Chinle SWCD, Ft. Defiance SWCD, Little Colorado River SWCD, Navajo Mountain SWCD, and Shiprock SWCD.

Ad Hoc Membership:

Membership is also open to any individual, company, institution, agency or organization dedicated to natural resource conservation on tribal lands, and interested in supporting and promoting the purposes of the NNSWCDs.

Article IX

FINANCIAL

The NNSWCDs Executive Board of Directors shall prepare and propose an annual budget contingent upon availability of funds, upon concurrence by the NNSWCDs Board of Directors.

The NNSWCD Executive Board of Directors has the authority to enter into contracts on behalf of the NNSWCDs, upon concurrence by the NNSWCDs Board of Directors.

Article X

NNSWCDs BOARD OF DIRECTORS And

NNSWCD EXECUTIVE BOARD OF DIRECTORS

TERMS OF OFFICE

NNSWCD Board Members shall be appointed by Chapter resolution.

Duties for the NNSWCDs Board of Directors and Executive Board of Directors shall be:

1. To continue a working partnership with the USDA/NRCS, Navajo Nation, and Bureau of Natural Resources under a mutual agreement; and,
2. Develop relationships with agricultural and environmental organizations, community leaders, business leaders, civic organizations, local government representatives and school officials; and,
3. Through these relationships, the board can extract the necessary feedback to deliver a conservation plan that is consistent with the needs of each community; and,
4. Develop and annually update a comprehensive Seven Generation Plan; and,
5. Develop an Annual Plan of Work associated with conservation issues identified in the Seven Generation Plan; and,
6. Organize and coordinate/sponsor educational outreach programs; and,
7. Independently or cooperatively conduct surveys; and,
8. Conduct conservation presentations; and,
9. Develop and recommend comprehensive plans for the conservation of natural resources (SWAPAHE); and,
10. Develop a needs assessment to remove barriers and determine priorities for Natural Resources Conservation Service (NRCS) assistance through coordination of annual Local Work Group meetings; and,
11. Convene public meetings and report to local chapters on local activities and/or projects; and,
12. Provide a quarterly written report to the Navajo Nation Resource and Development Committee. Electronic Copies will be provided to the Navajo Nation Division of Natural Resource's Director, the NNSWCDs, the NRCS State Conservationist and Bureau of Indian Affairs Regional Director.

Terms of Office:

1. NNSWCDs Board of Directors shall serve a four (4) year term as appointed by their respective chapter.
2. NNSWCDs Board of Directors shall appoint President, Vice President, and Secretary every two-years at the annual District membership meeting by majority vote of the members present.
3. NNSWCDs Executive Board of Directors shall appoint every year President, Vice President, Secretary by majority vote of the members present at the annual Navajo Nation SWCD meeting.
4. In the event of a vacancy due to resignation, the NNSWCDs Board of Directors and/or Executive Board of Directors may call a special board meeting to appoint a replacement to serve until that seat is up for re-election.
5. Any NNSWCDs Board of Director and/or Executive Board of Director officer may be removed by majority vote if they are found to be derelict in fulfilling their duties as a board member.
6. In the event a member or officer of the NNSWCD misses three (3) regularly scheduled meetings the District Board of Directors and/or Executive Board members shall notify the appropriate chapter and request replacement.

Vacancy and Removal:

1. In the event of unexpected vacancy, the vacant seat shall be filled by a majority vote of current board members, and serve temporarily until the next election at the appropriate annual Member meeting.
2. Any board member who does not attend two consecutive duly held board meetings, or misses three (3) duly scheduled regular meetings, may, at the discretion of the board, be removed upon a majority vote of the board members. The vacant seat shall then be temporarily filled according to Article X, "Terms of Office", section 6 of the bylaws.
3. The Board of Directors is empowered to remove any Officer for malfeasance, misfeasance or nonfeasance by a majority vote of the board. The vacant seat shall then be temporarily filled according to Article X "Vacancy and Removal" section 1.

Article XI

NNSWCD EXECUTIVE BOARD OFFICERS & DUTIES

The District Board President of each Soil and Water Conservation District will automatically serve as a member of the Executive Board of the Navajo Nation Soil and Water Conservation District.

The Executive Board of Directors will nominate and appoint during the annual Navajo Nation SWCD meeting to fill the positions of NNSWCD; Executive Board President, Vice President, Secretary and/or Treasurer.

1. President: It will be the duty of the President to work with the board members to schedule and preside over all meetings, develop the meeting agendas and coordinate presentations of the NNSWCD.
2. The Vice President from the District Board will assume the duties and responsibilities of the President in his/her absence. The Vice President will also be the custodian of

all books and correspondences and papers related to business of the NNSWCD, including sending out meeting notices for all scheduled meetings.

3. The Secretary will record minutes of the meeting and maintain records of the NNSWCD. The secretary will assist the President and Vice President in all correspondences and reports.

The Executive Board will be the liaison between the NNSWCDs and other related entities.

All officers will serve a one-year term.

Article XII

CHAPTER REPRESENTATIVE VACANCY

A vacancy in any Chapter representation may be filled by a majority vote of the Chapter membership present at a duly called Chapter Meeting.

Article XIII

EMPLOYEES

The NNSWCDs Board of Directors may employ professional personnel to aide the NNSWCDs subject to the availability of funds.

Article XIV

GEOGRAPHY OF SERVICE AREA

The NNSWCDs service area shall include the established and recognized boundaries under CF-11-8, Subsection II, passed February 7, 1980.

Article XV

PROHIBITION OF PRIVATE INUREMENT

No part of the property of the NNSWCDs shall inure to the benefit of, or be distributable to its members, officers, or other private persons.

Article XVI

COMPENSATION

Compensation will be determined by simple majority vote of board members contingent upon availability of funds

An amendment shall be made to coincide with an approved budget.

Article XVII
AMENDMENTS

The NNSWCDs Board of Directors retains the authority to make recommendations to amend these Bylaws to the NNSWCD Executive Board of Directors.

Amendment:

1. Amendments to the Bylaws may be proposed and approved by a majority vote of the NNSWCDs Board of Directors, at a duly called Board Meeting.
2. Approved amendments shall then be presented to the NNSWCD Executive Board, in a written format, at a duly called Executive Board meeting.
3. Any changes made to the proposed amendments by the Executive Board shall be provided in a written format to the NNSWCDs Board of Directors who shall then review and reaffirm by simple majority vote at a duly called board meeting.
4. An amendment shall, unless otherwise provided, become effective immediately upon its adoption. Amendments will be distributed to the NNSWCDs membership in a timely manner.

We the Shaprock Board of Directors, on behalf of the Navajo Nation Soil and Water Conservation Districts, hereby sign these bylaws as the governing documents of the association on this 16th day of October, 2017, at duly called meeting of the Board of Directors at which a quorum was present.

[Signature]
President

[Signature]
Vice-President

[Signature]
Secretary/Treasurer

member



NAVAJO MOUNTAIN SOIL AND WATER CONSERVATION DISTRICT

TONALEA OLJATO	TSAH BI KIN COPPERMINE	DENNEHOTSO	SHONTO	LECHEE	NAVAJO MTN	KAIBETO	KAYENTA	CHILCHINEBETO
Vicki R. Kee	Jerry H. Begay	Evie Tsosie	Betty Dobson	Ada Lister	Willie Greyeyes	Franklin Fowler	Vacant	Vacant
Vacant	Vacant							
President	Vice President	Sec./Treasurer	Member	Member	Member	Member	Member	Member
Member	Member							

Resolution of Navajo Mountain Soil and Water Conservation District

Supporting and Approving the Navajo Nation Soil and Water Conservation Districts Plan of Operation and Bylaws for all five Navajo Nation Soil and Water Conservation Districts of the Navajo Nation.

WHEREAS:

1. The Navajo Mountain Soil and Water Conservation District (NMSWCD) is an established by Navajo Tribal Council Resolution CF-11-80, codified in the Navajo Nation Code under Title 3, Chapter 21, which recognizes the organization the authority to hear, plan, recommend and request certain issues affecting the Navajo people and its nation regarding preservation, stabilization of the Navajo rangeland; and
2. The NMSWCD Board of Directors has reviewed the Navajo Nation Soil and Water Conservation District Plan of Operation/Bylaws and determine sufficient for guidance and to operate the organization for the Navajo Nation Soil and Water Conservation Districts.

NOW THEREFORE BE IT RESOLVED THAT:

The Navajo Mountain Soil and Water Conservation District hereby accepts and approves the Navajo Nation Soil and Water Conservation District Plan of Operation/Bylaws for the Navajo Nation Soil and Water Conservation Districts.

CERTIFICATION

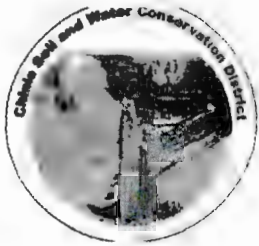
I, hereby certify that the foregoing resolution was duly considered at the Navajo Mountain Soil and Water Conservation District at a duly called meeting at Navajo Mountain, Navajo Nation (Utph), at which a quorum was present and the same was passed by a vote of 4 in favor, 0 opposed and 1 abstained, this 17th day of August 2016.

Motioned by: Betty Dodson

Seconded by: Jerry Begay



Vicki Kee, Chairperson



Chinle Soil and Water Conservation District

P.O. Box 490
Chinle, AZ 86503

Phone: (928) 674-3612 Fax: (928) 674-3613

RESOLUTION OF CHINLE SOIL AND WATER CONSERVATION DISTRICT

REQUESTING THE NAVAJO NATION COUNCILS' RESOURCES AND DEVELOPMENT COMMITTEE TO APPROVE THE AMENDED PLAN OF OPERATION AND BY-LAWS TO REAUTHORIZE THE NAVAJO NATION SOIL AND WATER CONSERVATION DISTRICTS

WHEREAS:

1. The Navajo Nation's (5) Soil and Water Conservation Districts (SWCD's) were established by Navajo Tribal Council resolution, CF-11-80 on February 07, 1980 under the NNC 3 Subchapter; and
2. The Navajo SWCD's have a Memorandum of Understanding, a Mutual Agreement with United States Department of Agriculture (USDA) and the Navajo Nation to promote the conservation of the soil, water, air, plants, animal by helping the Navajo people help the land on the Navajo Nation.; and
3. The Chinle SWCD in the past have partnered with the USDA, Natural Resource Conservation Services (USDA/NRCS) and worked closely with the Chinle field office in securing major through the Environmental Quality Incentive Program (EQIP) and other available programs for administering conservation projects, within the Chinle conservation District; and
4. The technical and cost share assistance provided by the USDA is most effectively provided through the Navajo Nation SWCDs leadership; and
5. The Soil and Water Conservation District Board, working with local farmers and ranchers, and other land managers, balance the national conservation programs with locally determined conservation needs.

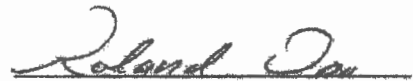
NOW THEREFORE BE IT RESOLVED THAT:

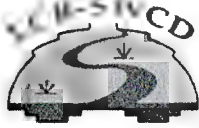
The Chinle Soil and Water Conservation District respectfully request the Navajo Nation Councils' Resources and Development Committee to approve the amended Plan of Operation and By-laws to reauthorize the Navajo Nation Soil and Water Conservation Districts

C-E-R-T-I-F-I-C-A-T-I-O-N

I hereby certify that the foregoing resolution was considered by the Chinle SWCD, at a duly called meeting in Chinle, Az. at which a quorum was present and that same was passed with 5 in favor, 0 opposed, and 1 abstaining on this 16th day of October, 2017.

Motion by: Eugene Tso
Seconded by: Steven Tsosie


Roland Tso, President



**Little Colorado River
Soil and Water Conservation District**
HC 63 Box 6087 Winslow, Arizona 86047

Resolution of the Little Colorado River soil and Water Conservation District

SUPPORTING AND APROVING THE NAVAJO NATION SOIL AND WATER CONSERVATION DISTRICTS PLAN OF OPERATION/BYLAWS FOR ALL FIVE SOIL AND WATER CONSERVATION DISTRICTS OF THE NAVAJO NATION

WHEREAS:

1. The five Navajo Nation Soil and Water Conservation Districts were hereby established by the Navajo Nation Council, Resolution CF-11-80 codified under NNC Title 3, Chapter 21 on February 7, 1980, and
2. Annotated in the Navajo Nation Code (2010), Title 3, Chapter 21, Subchapter 7 §2840 C. The Board of Directors of each District shall enact bylaws including procedures for the transaction of business, which bylaws must be approved by the Resources Committee, and
3. Since the establishment of the NNSWCD's, a Plan of Operation/Bylaws is not recorded as an approved document by the Resource and Development Committee with the legislative department research, and
4. The Plan of Operation/Bylaws is intended to meet requirements of the NTC: Title 3, Chapter 21; Soil and Water Conservation District's establishment, to continue effort put forth as given to work with Navajo Nation, Bureau of Indian Affairs, and the United States Department of Agriculture, and
5. Partnership development, representation and involvement with farmers and ranchers utilizing the land by means of education, outreach and recruiting applicants who can implement conservation practices.

NOW THEREFORE BE IT RESOLVED THAT:

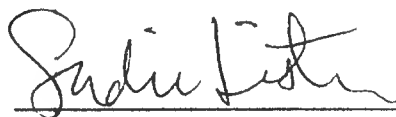
1. We, the Little Colorado River Soil and Water Conservation District, hereby support and approve the Navajo Nation Soil and Water Conservation District Plan of Operation/Bylaws for all five Navajo Nation Soil and Water Conservation Districts of the Navajo Nation, and
2. Requesting the Navajo Nation Resources and Development to approve the NNSWCD Plan of Operation/Bylaws through proper legislation as the oversight Committee of the NNSWCD.

CERTIFICATION

We hereby certify that the foregoing resolution was duly considered by the Little Colorado River Soil and Water Conservation District at a duly called meeting via teleconference, Navajo Nation (Arizona), at which a quorum was present and that same was passed by a vote of 4 in favor, 0 opposed and 1 abstention, this 13th day of October 2017.

Motioned by: Virgil Nez

Seconded: Louise McCabe

A handwritten signature in cursive script, appearing to read "Sadie Lister", written over a horizontal line.

Sadie Lister, LCRSWCD President

RESOURCES AND DEVELOPMENT COMMITTEE

Regular Meeting

October 31, 2018

ROLL CALL
VOTE TALLY SHEET:
(CORRECTED)

Legislation # 0429-17: An Action Relating to Resources and Development; Approving a Uniform Set of By-Laws for the Five Navajo Nation Soil and Water Conservation Districts of Fort Defiance, Shiprock, Navajo Mountain, Chinle and Little Colorado River. *Sponsor: Honorable Walter Phelps*

Main Motion: Honorable Benjamin Bennett

Second: Honorable Leonard Pete

Vote: 3-0-1 (CNV)

YEAS: Davis Filfred, Walter Phelps and Leonard Pete

NAYS:

EXCUSED: Benjamin Bennett and Jonathan Perry

Motion for Reconsideration: Walter Phelps S: Leonard Pete V: 3-0-1 (CNV)

YEAS: Davis Filfred, Walter Phelps and Leonard Pete

NAYS:

EXCUSED: Benjamin Bennett and Jonathan Perry

Amendment # 1: Extract existing Exhibit B and replaced with attached revised Exhibit B

Motion: Walter Phelps

Second: Davis Filfred

Vote: 3-0-1 (CNV)

YEAS: Davis Filfred, Walter Phelps and Leonard Pete

NAYS:

EXCUSED: Benjamin Bennett and Jonathan Perry


November 1, 2017: TABLING MOTION: Honorable Walter Phelps

SECOND: Honorable Benjamin Bennett

VOTE: 4-0-1



Alton Joe Shepherd, Chairperson
Resources and Development Committee



Shammie Begay, Legislative Advisor
Resources and Development Committee