



Title: Appointment of Members to MCWD's Governance Advisory Council

Resolution number: 26-055

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Recommended action: Appoint Members to Governance Advisory Council for a 2-year Pilot Period

Background:

As the Minnehaha Creek Watershed District (MCWD) enters a period of transition – including Board turnover, development of the 2027 Plan, and other continued organizational evolution – the Board of Managers has discussed the opportunity to intentionally invest in sustaining the Board's effectiveness over time.

Recent Board discussion and feedback highlight that MCWD's effectiveness in policy and project outcomes is underpinned by its governance culture – defined by long-range stewardship, diverse background and experience, disciplined consensus building, and strong partnership between the Board, staff and Citizen Advisory Committee.

To sustain future governance excellence, four areas of investment have been identified:

1. Succession Awareness and Planning

To support continuity of governance excellence by maintaining transparent awareness of future Board transitions and the capabilities needed to sustain MCWD's mission.

- Understand the potential timing of Board transitions
- Reflect on the range of perspectives, experience, and skills that support effective governance
- Maintain open communication with appointing authorities regarding the Board's role and expectations

2. Onboarding of New Board Members

To intentionally integrate new Managers into MCWD's governance model through a structured and phased onboarding that balances:

- Relationship building
- Strategic context
- Governance expectations

3. Reinforcing and Institutionalizing Board Governance Culture

To articulate and preserve the Board's governance norms, values and partnership model so they endure beyond individual members and guide consistent high-performance leadership over time.

- Board retreats and reflection on culture and strategy
- Documentation of governance principles
- Establishing a framework for ongoing evaluation of Board effectiveness

4. Establishing a Governance Advisory Council

Create a structured advisory group to:

- Support onboarding and mentorship for Board and staff leadership
- Workshop and advise early on direction of strategic initiatives
- Support Board awareness by sharing external perspectives, emerging trends and cross-sector insights

Governance Advisory Council Background:

On April 9, 2026, the Board of Managers adopted Resolution 26-042 establishing a Governance Advisory Council (GAC) for a two-year pilot period. In accordance with the attached position description Attachment A, the purpose of the GAC is to strengthen Board effectiveness, continuity, and governance culture through onboarding and mentorship, early-stage advising on strategic initiatives, and broadening Board awareness through external perspectives and cross sector insights.

Resolution 26-042 directed the Administrator, in coordination with the Board President, to develop and present a recommended slate of candidates for Board consideration.

Recommended Members of Governance Advisory Council:

Following review of the Council's intended purpose and pilot work plan, the Administrator and Board President developed and distributed the attached position description to former MCWD Managers and key strategic advisors. Following dialog with each, the Administrator and Board President recommend appointing of the following individuals:

Dick Miller

Mr. Miller is an accomplished public finance professional, and civic leader whose career has focused on the intersection of governance, strategic investment, public infrastructure, natural systems, and community development. During a decades long career in municipal investment banking, Miller managed nearly \$12 billion in tax-exempt municipal financings, helping structure and finance many of Minnesota's most significant civic and cultural assets, including the Minneapolis Convention Center, Walker Art Center, Hubert H. Humphrey Metrodome, Minnesota Orchestra, Minnesota Science Museum, Guthrie Theater, Children's Theatre, and Target Field. Miller's public service includes three terms on the Minneapolis City Council, service as a Metropolitan Airports Commissioner, leadership with the Minneapolis Public Housing Authority, and board service with numerous housing, economic development, and community organizations. As a member of the Minnehaha Creek Watershed District Board of Managers, he was a principal architect of the District's Balanced Urban Ecology vision, helping shape its emphasis on integrating land and water planning, building strong community partnerships, advancing science-based decision making, and focusing resources on high-impact projects capable of producing meaningful and measurable outcomes. Throughout his service, Miller consistently championed strategic thinking, organizational effectiveness, fiscal stewardship, and accountability for results.

Dick Miller's experience connecting vision, governance, public finance, community investment, and organizational leadership provides valuable insight into Board effectiveness, stewardship of public resources, strategic decision-making, and ensuring the District's long-term investments deliver measurable and enduring benefits to the communities it serves.

Jessica Loftus:

Ms. Loftus is an experienced local government executive and organizational development strategist, and leader, with extensive experience working alongside city councils, elected officials, boards and public sector leadership teams. Her career has spanned organizational development, strategic planning, long-range comprehensive planning, public finance, community development, intergovernmental relations, infrastructure planning, and the efficient delivery of public services. Serving as the City Manager for one of Minnesota's most visible and complex lakeshore communities, in Orono, Loftus is recognized throughout the Lake Minnetonka area and broader region, as a trusted leader and advisor. In her capacity as a MCWD Board Member, Jessica helped bring traction and execution to MCWD's priorities, guiding and supporting organizational efforts to restructure, align finances, build effective staff and Board teams, and improve the quality of overall organizational decision making.

Jessica Loftus' experience helping organizations align leadership, strengthen governance, build organizational capacity, and translate strategic vision into effective execution, supports the Board's ongoing focus on organizational effectiveness, long-term success, and management of leadership transitions.

John Himle:

Founder of Himle and Associates, Mr. John Himle is one of Minnesota's most respected public affairs and strategic communications professionals. Himle's public sector experience includes five terms as a member of the Minnesota House of Representatives, where he served as Assistant Majority and Minority Leader and was chief author of the legislation required to complete the Mall of America; and on the Metropolitan Airports Commission where he was responsible for overseeing the \$3B expansion of the Minneapolis – St. Paul International Airport. John's background also includes decades of experience advising Fortune 500 companies, nonprofits, government agencies, and trade associations on strategy, public affairs, reputation management and diverse stakeholder engagement – including as an independent director of Kraus Anderson Companies and Canterbury Park Holding Corporation, Trustee of Gustavus Adolphus College, past Chair of Minneapolis Institute of Art, former trustee of the Capital Campaign Cabinet for the Nature Conservancy, and more.

John Himle's experience helping governing bodies navigate complex decisions and build lasting public support, offers valuable perspective for the MCWD Board regarding the organization's ongoing growth, strategic positioning, and engagement of public and private partners.

Louis Smith:

One of Minnesota's most respected water resource attorneys and public policy strategists, Mr. Smith is a widely recognized water policy leader whose career has focused on watershed management, environmental policy, public-private partnerships, and long-range stewardship. Smith is known for helping shape modern watershed governance and clean water policy in Minnesota, including the development of the Minnehaha Creek Watershed District's *Balanced Urban Ecology* vision, which emphasizes the integral nature of water and land planning. Louis has served as legal counsel and strategic advisor to numerous Minnesota watershed organizations; led and structured the 1990s award winning Minneapolis Chain of Lakes Clean Water Partnership – one of the largest urban lake restoration efforts in the United States; served as Hennepin County Deputy Attorney; was appointed by Governor Tim Pawlenty as the Clean Water Council's first Chair; and teaches water law as adjunct faculty at the University of Minnesota Law School.

Louis Smith's leadership emphasis on stewardship, and experience as an attorney, strategist, governance advisor and public policy architect, serve the Board's emphasis on cultivating the future strategic direction of the District, its next level of policy innovation and the implementation of the 2027 Watershed Management Plan.

Relationship to Governance Advisory Council Purpose:

Collectively, these individuals bring complementary expertise in governance, public leadership, organizational development, water policy, strategic communications, institutional stewardship, and Board development. Together they reflect the core functions envisioned for the Governance Advisory Council and provide a balance of institutional knowledge and external perspective.

The proposed members are expected to support the Council's pilot focus areas by:

- Supporting onboarding and mentorship of Board members and senior staff leadership
- Helping preserve and transfer institutional knowledge and governance culture
- Providing perspective on emerging initiatives and the long-range implementation of the 2027 Watershed Plan
- Sharing external perspectives, governance practices, and cross-sector insights
- Expanding MCWD's network of advisors, relationships and strategic perspectives

Next Steps:

Pending the appointment of members to the Governance Advisory Council, staff will refine a workplan and schedule, focused on onboarding, mentorship and transfer of institutional knowledge through discussion of MCWD's Historical Insights and Principles of Success, and advising on MCWD's efforts to position its permitting program as an implementation arm of Balanced Urban Ecology and its associated Land and Water Partnership.



RESOLUTION

Resolution: 26-055

Title: **Appointing Members to MCWD Governance Advisory Council for a two-year pilot period**

- WHEREAS, on April 9, 2026, the Board of Managers adopted resolution 26-042 establishing a Governance Advisory Council for a two-year pilot period, composed of former Board leaders and strategic advisors; and
- WHEREAS, Resolution 26-042 directed the Administrator, in coordination with the Board President, to develop and present a recommended slate of candidates for Board consideration; and
- WHEREAS, the Governance Advisory Council was established to support Board effectiveness, continuity, and governance culture through onboarding and mentorship, early-stage advising on strategic initiatives, and broadening Board awareness through external perspective and cross-sector insights; and
- WHEREAS, the Board President and Administrator have reviewed prospective candidates and recommend appointment of individuals whose collective experience reflects the intended purpose and functions of the Governance Advisory Council; and
- WHEREAS, Dick Miller brings deep institutional knowledge of MCWD, including its governance culture, strategic evolution, Board – Administrator partnership model, and Balanced Urban Ecology vision, together with decades of experience in public finance, civic leadership, organizational effectiveness, and oversight of major public investments; and
- WHEREAS, Jessica Loftus brings significant experience in municipal leadership, organizational development, governance effectiveness, strategic planning, public finance, and intergovernmental collaboration, together with a demonstrated ability to align leadership teams, strengthen governance systems, and translate strategic vision into effective organizational execution; and
- WHEREAS, John Himle brings extensive experience in public and private governance, strategic communications, stakeholder engagement, and public leadership, having advised elected officials, governing boards, public agencies, nonprofit organizations, and private enterprises on complex decision-making, organizational strategy, reputation management, and coalition building; and
- WHEREAS, Louis Smith brings deep expertise in watershed management, environmental policy, collaborative governance, and public leadership, having helped shape modern watershed governance and clean water policy in Minnesota through a career focused on integrating science, policy, law, and long-term stewardship; and
- WHEREAS, collectively the MCWD Board of Managers finds that these individuals provide a unique combination of governance, public policy, organizational leadership, strategic communications, environmental stewardship, and institutional knowledge that will support the purposes of the Governance Advisory Council and the continued success of the District;

NOW, THEREFORE, BE IT RESOLVED that the Minnehaha Creek Watershed District Board of Managers hereby appoints Dick Miller, Jessica Loftus, John Himle and Louis Smith to serve on the Governance Advisory Council for the duration of the Council's initial two-year pilot period ending in December 2027,.

BE IT FURTHER RESOLVED, that the Governance Advisory Council shall continue to operate consistent with the purpose, structure and limitations established in Resolution 26-042.

DRAFT

Resolution Number 26-055 was moved by Manager _____, seconded by Manager _____.
Motion to adopt the resolution ___ ayes, ___ nays, ___ abstentions. Date: 6/11/2026

Secretary Date: _____

GOVERNANCE ADVISORY COUNCIL PURPOSE

The Minnehaha Creek Watershed District (MCWD) is seeking experienced and thoughtful leaders to serve on its newly established Governance Advisory Council, a small, principled advisory body created to support governance excellence, leadership continuity, and organizational resilience.

Over the past decade, MCWD has intentionally evolved around the principles of long-term stewardship, strategic integration, partnership, and Balanced Urban Ecology. Through this evolution, the organization has built a governance culture grounded in transparency, disciplined consensus-building, high expectations, and strong alignment between the Board of Managers, staff, and Citizens Advisory Committee.

The Governance Advisory Council represents a deliberate investment in continuing to build and sustain patterns of excellence by strengthening the Board's effectiveness, continuity, and culture. The Council will help to ensure governance expectations, strategic context, institutional wisdom, and cultural norms are preserved during leadership transitions, as well as regularly contribute external perspectives and insights, supporting MCWD's long-term stewardship model and idea meritocracy approach.

MEMBER ROLES AND RESPONSIBILITIES

Council members will support MCWD's Board and senior staff leadership through three primary functions:

1 ONBOARDING AND MENTORSHIP

- ▶ Serving as a resource for onboarding and mentorship
- ▶ Transferring institutional knowledge
- ▶ Reinforcing cultural principles

2 EARLY-STAGE ADVISING ON STRATEGIC INITIATIVES

- ▶ Supporting clarity of problem definition and long-term strategic thinking
- ▶ Identifying potential risks, opportunities, and unintended consequences
- ▶ Interrogating assumptions and surfacing alternative viewpoints

3 SITUATIONAL AWARENESS AND EXTERNAL PERSPECTIVE

- ▶ Sharing external perspectives, emerging trends, and cross-sector insights
- ▶ Offering insight on organizational governance, policy, leadership, and development
- ▶ Connecting MCWD to broader perspectives and evolving practices

DESIRED SKILL SETS AND QUALIFICATIONS

- ▶ Experience in governance, executive leadership, public policy, strategy, or related fields
- ▶ Strong judgment, emotional intelligence, and collaborative temperament
- ▶ Demonstrated ability to engage in thoughtful, candid, and constructive dialogue
- ▶ Proficiency in thinking systemically and strategically across disciplines and sectors
- ▶ Appreciation for the distinction between governance and management
- ▶ Commitment to mentorship, stewardship, and long-term institutional success

STRUCTURE AND EXPECTATIONS

The Council will be appointed by MCWD's Board and is anticipated to include approximately 3-5 members, including the Board President, and it will initially operate as a two-year pilot program. The Council will function as a non-decision-making advisory body and may engage through:

- ▶ Quarterly meetings
- ▶ Participation in onboarding sessions
- ▶ Attendance at select Board retreats or governance workshops
- ▶ Periodic one-on-one mentorship conversations

The Council operates at the request and discretion of the Board and Administrator and does not exercise policymaking authority or operational oversight.

ABOUT MCWD

MCWD believes water is a central element in the development of sustainable cities, and is dedicated to building a landscape of vibrant communities where the natural and built environments exist in balance to create value and enjoyment.

