

## **Bylaws of the Pigeon Lake Protection and Rehabilitation District**

In keeping with the Resolution of the Waupaca County Board that created the Pigeon Lake Protection and Rehabilitation District, the electors of said District do adopt these Bylaws. The purpose of the Bylaws is to define and regulate the activities of said District, its officers and committees. These Bylaws shall at all times be interpreted in a manner consistent with the laws of the State of Wisconsin and Chapter 33 of the Wisconsin Statutes under which the District was created and operates. The purpose of these by-laws are to provide direction on the management of the affairs of the district and meetings, subject to the statutory obligations of the district to act to protect the Lake and district entrusted to it.

### **Section 1 Electors:**

- a. *Residents:* Every resident of the District who is registered or eligible to vote in general elections shall be an eligible elector of the District.
- b. *Non-Resident Property Owners:* Every person whose name appears on the District assessment role prepared for the purposes of real property taxation or who has provided proof of title to real property in the District, and who is a U.S. citizen 18 years of age or older, shall be an eligible elector of the District. Any corporation, partnership or association that owns real property in the District may appoint an official representative who shall be an eligible elector of the District.

### **Section 2 Voting:**

- a. *Multiple Voting:* Any elector may cast only one (1) vote on any question called to a vote.
- b. *Casting Ballots:* An elector must be present at the meeting at the time the vote is called in order to vote. No elector may vote by proxy or absentee ballot.  
Votes shall be as follows:
  1. **Election of Commissioners:** Secret Ballot.
  2. **Other Matters:** All votes shall be counted by show of hands, or in the sole discretion of the chair, by other means, including secret ballot.
  3. **Method and Manner:** The secretary shall have the sole discretion in determining the methodology of implementing a required vote.

### **Section 3: Annual Meeting:**

- a. *Time and Place:* The annual meeting and budget hearing of the District shall be held between May 22 and September 8 at a time and place selected by the District Board of Commissioners (Board). The annual meeting may be scheduled at such other times by a majority vote at the previous annual meeting.
- b. *Method of Notice :*
  1. **Resident Electors:** Any elector who reside within the district shall receive notice by means of notice may be given by publishing twice in the official newspaper of the District. The first insertion shall be at least fifteen (15) days before the meeting and the second insertion shall be the following week, at least seven (7) days before the meeting.

2. **Non-Resident Electors:** A written notice of the annual meeting and budget hearing shall be mailed at least fourteen (14) days in advance of the meeting to all electors whose names appear on the tax roll and to the Department of Natural Resources and the University of Wisconsin Extension, who are not residents of the district.

c. Content of notice:

1. Proposed annual budget.
2. List of each item proposed for consideration.
3. Notice as to any vacancies to be filled of commissioners and offices.

**Section 4: Commissioners:**

a. Nominations: The Board shall nominate candidates to fill all vacancies on the Board, consistent with the membership requirements of 33.28. Commissioners may also be nominated at any meeting of the electors for which the agenda includes election of commissioners.

b. Election: At each annual meeting, the electors shall elect one (1) commissioner to fill a term of an expiring commissioner. The term of the successor commissioner shall be elected to a three-year term.

c. Commencement of Term: The term of the newly elected commissioner shall commence at the conclusion of the annual meeting.

d. Composition of Members: The district shall have seven (7) members. One shall be appointed by the City of Clintonville and one by Waupaca County. The remaining members shall be electors and at least one such member shall be a resident of the district.

e. Vacancy: Vacancies on the Board, other than the commissioners designated by the City or County, caused by death or resignation of a commissioner shall be filled by the chair. The appointment for the remainder of the unexpired term shall be subject to a majority vote of the Board. The commissioners appointed by the city or county shall be filled by such entity.

f. Conflict of Interest: Any commissioner shall abstain from voting on any manner before the Board in which such commissioner as a private person, or in which any member of such commissioner's immediate family (spouse, parent, or child), has a financial interest.

g. Attendance: All commissioners are expected to attend all scheduled meetings. Any commissioner unable to attend a meeting shall advise the chair or secretary as soon as practical of an anticipated conflict or inability to attend, and timely notice shall be recorded as excused. All other missed meetings shall be recorded as unexcused and reported as part of the information provided at the annual meeting to the electors.

## **Section 5: Operation of Meetings:**

- a. Quorum: Three commissioners shall constitute a quorum.
- b. Officers: At the first Board meeting immediately following each annual meeting of the District, the Board shall elect a chairperson, a secretary, and a treasurer from among its members. These offices may be combined.
- c. Obligations of Chair: The Chair shall have the obligation to manage the meeting and conduct its affairs in business like fashion. The chair shall also preside at the annual meeting, special meeting, regular meetings and all public hearings. All meetings of the District shall be conducted according to Robert's Revised Rules of Order unless contrary to the provisions of these Bylaws. The chairperson, or a person appointed by the chairperson, shall serve as parliamentarian.
- d. Obligations of Secretary: The secretary shall keep minutes of all Board meetings of the District and hearings held by it and prepare and send the notices required for the annual meeting, any special meeting and any meeting of the board. The Secretary may update the website/social media of the District as to minor updates and posting of minutes and agendas, however any substantial updates, such as FAQ's, policy postings, or substantive information shall be subject to board approval.
- e. Obligation of Treasurer: The Treasurer shall report to the board the income, expenses, deposits and obligations of the district. The report and proposed payments shall be approved upon a roll call vote.
- f. Agenda: The agenda shall be determined by the chair in consultation with the clerk, but absent an agreement the chair's determination shall be binding. Two members of the district shall be able to place additional items upon the agenda.
- g. Meetings: The board shall meet at least quarterly, at any time upon call of the chair, and upon petition of 3 members of the board.
- h. Open Meeting Requirements: Meetings shall be open and proper notice given in accordance with Wisconsin Statutes. Notices shall be provided on the official website of the district and to all media that has requested notices. Public postings shall be provided at Clintonville City hall, Clintonville Public Library, and Clintonville Community Center.
- i. Annual Meeting: The annual meeting shall take up and consider other such business as comes before it. At the annual meeting and budget hearing, the Board shall present a proposed budget and tax for the coming calendar year. The electors of the District shall approve the budget and vote the tax as proposed or modify the budget and change the funding accordingly.
- j. Special Meetings: Special meetings of the District may be held for the purpose of transacting any lawful business which might be done at the annual meeting except approval of the annual budget, amendment of the Bylaws, or dissolution of the District. Amendments to the annual budget may be considered. The meeting may be called by the Board or upon written request to the secretary signed by at least ten (10) percent of the qualified electors of the District. The annual meeting notice requirements under these by-

laws shall apply and the purpose of the meeting shall be stated. A matter voted upon at any special meeting may not be reconsidered at another special meeting prior to the next annual meeting.

### **Section 6 – Board Actions, Obligation and Compensation:**

- a. *Actions*: The Board shall conduct all business of the District not specifically reserved to the electors of the District, shall carry out the provisions of these Bylaws and Chapter 33 of Wisconsin Statutes, and shall carry out the mandates of the annual meeting and special meetings, if any.
- b. *Compensation*: Board members shall receive remuneration for meeting attendance as determined at an annual meeting, and may be paid for employed positions that are competitively filled at market rate. A commissioner shall be paid for actual and necessary expenses incurred while conducting the business of the District.
- c. *Powers and Duties*: The Board shall be responsible for:
1. Initiating and coordinating research and surveys for the purpose of gathering data on the lake, related shore lands, and the drainage basin.
  2. Planning lake protection and rehabilitation projects.
  3. Contacting and attempting to secure the cooperation of units of general purpose government in the area for the purpose of enacting ordinances deemed necessary by the Board to further the objectives of the District.
  4. Adopting and carrying out lake protection plans and securing necessary permits
  5. Maintaining liaison with those officials of State government involved in lake protection and rehabilitation.
  6. Implementing the decisions of the electors at the annual and special meetings.
  7. Scheduling the annual meeting.
  8. Preparing the proposed annual budget for presentation at the annual meeting of the District.
  9. The Board shall have control over the fiscal matters of the District, subject to the powers and directives of the annual meeting. The Board shall annually, at the close of the fiscal year, cause an audit to be made of the financial transactions of the District, which shall be submitted to the annual meeting.
  10. Board members who are not representatives of the city or county shall be paid consistent with resolution of the annual meeting.

## **Section 7: Bidding:**

- a. *Low Bid:* All contracts for work or materials greater than the maximum of two thousand five hundred dollars (\$2,500.00) or the statutory limit at such time shall be let by the Board to the lowest responsible bidder. The manner of soliciting bids and the determination of the responsibility of the bidder shall be at the discretion of the Board. The procedures for public works under Section 66.29 shall be utilized to the extent feasible for large-scale projects. If a bid is accepted which exceeds any other bid by more than twenty (20) percent, the Board must provide a written justification for its action to the next annual meeting.
- b. *Security Bond:* The Board may require that a contracting party in any contract exceeding five thousand dollars (\$5,000.00) give adequate performance and liability security at the time the party submits the bid.

## **Section 8: Standing Committees:**

- a. *Audit:* The chairperson shall appoint three (3) electors to serve as the auditing committee. The committee shall examine all financial records of the District and report its conclusions to the annual meeting.
- b. *Other Committees:* The chairperson may appoint other committees as deemed necessary to further the interests of the District.
- c. *Reporting:* All committees shall report to the chair or the Board upon request and to the annual meeting.
- d. *Appointment:* All committee members shall serve at the pleasure of the chair and shall be appointed by the chair.

## **Section 9. Other Provisions:**

- a. *Adoption of Bylaws:* The Bylaws may be adopted at any legal annual meeting of the District providing the proposed adoption was included in the notice. Adoption shall require a two-thirds (2/3) vote of the voting electors, as defined herein, present at the meeting. The Bylaws shall become effective immediately upon passage.
- b. *Amending Bylaws:* Bylaws changes may be proposed by a majority of the commissioners or a majority vote of the previous annual meeting. These Bylaws may be amended at any legal annual meeting of the District providing the proposed change was included in the notice. Amendments shall require a two-thirds (2/3) vote of the electors present and voting at the meeting.
- c. *Dissolution:* A proposal to dissolve the District under Section 33.35 may be made by a unanimous vote of the commissioners or a written notification from an elector at least ninety (90) days prior to the annual meeting indicating an intent to seek dissolution. The

proposal for dissolution shall be included in the notice. The petition to the County Board to dissolve the District shall require a two-thirds (2/3) vote of the electors present and voting at the annual meeting.

CERTIFICATION

These Bylaws were approved by a proper vote of the electors at the annual meeting on September 26<sup>th</sup>, 2019.

Attest: Dennis Kussmann  
Chairman

Date: 9-26-2019