

LAKE REDSTONE PROTECTION DISTRICT

Special Board Meeting

Tuesday January 26, 2020 9:00 am

Minutes

1. Call meeting to order, verify compliance with the Open Meeting Law

The meeting was called to order at 9 am by Chair Mike Mittelstadt. He confirmed compliance with open meeting laws.

2. Roll Call:

Paul Burke, Brad Horner, Ken Keegstra, Mike Mittelstadt, Pat Sullivan Others: Al Baade

3. Approval of Agenda

Burke made a motion to approve the agenda, seconded by Sullivan. Motion carried.

4. Review the draft of revised bylaws prepared by Al Baade

The draft of the new bylaws prepared by Al Baade (dated 1/10/21) was discussed. This version of the bylaws is presented on the pages that follows the minutes. The discussion focused mainly on the questions and issues highlighted in yellow on the 1/10/21 version. Following discussion of these issues, some minor wording issues were considered.

5. Make decisions on the questions raised regarding the draft

Decisions on each highlighted issue were made as the draft was reviewed. Rather than describe the discussion and decisions in the minutes, the corrected draft that incorporates the decisions and word changes is presented at the end of these minutes (following the 1/10/21 draft).

6. Make decisions on next steps in preparing the draft for presentation at the annual meeting

Al Baade will create a clean copy of the revised minutes (see the draft at the end of these minutes). This draft will be reviewed by LRPD board members and approved or amended at the next regular board meeting. Following board review, Baade will send the draft to the attorney to ensure that the revised version is consistent with state statutes. If changes are needed, the revised draft will come back to the board for a final review before submission to district electors for their approval at the annual meeting.

7. Adjourn

The meeting was adjourned at 10:45 am.

KK/February 3, 2021

I need board guidance in areas denoted in *highlighted italics*.

TBR = To Be Reviewed

TBD = To Be Determined

I plan on discussing a non-lapsible fund creation with the attorney.

Al Baade

Proposed Bylaws

1/10/21 (Sun)

The Mission of the Lake Redstone Protection District is to protect and to rehabilitate the water quality of Lake Redstone.

1. Definitions:

"The District" shall mean and refer to the Lake Redstone Protection and Rehabilitation District.

"The Board" shall mean and refer to the District Board of Commissioners.

2. Bylaws' Purpose:

The purpose of these bylaws are intended to address matters not expressly provided for in state law. State law controls over any potential conflicts between these bylaws and the statutes.

5. Board of Commissioners:

The Board shall consist of seven commissioners: five from within the district, one representative from the Town of La Valle and one representative from Sauk County. Town and county commissioners are appointed by their respective boards. Four commissioners shall constitute a quorum for the transaction of business.

4. Meetings:

All meetings of the District shall be conducted according to Roberts Revised Rules of Order unless contrary to the requirements of these bylaws. The chairperson shall serve as parliamentarian.

As a public entity of government, the District shall comply with open meeting and public records laws.

Requests for copies of records shall be in writing to the District email address or Post Office Box. Reasonable reproduction costs may be charged for obtaining the records.

The Treasurer shall be custodian over the financial records of the District.

The Secretary shall be custodian over all non-financial records of the District.

5. District Officers

Officer selection by the board shall be elected at the next board meeting after the annual meeting. Officers shall be Chairperson, Vice Chairperson, Treasurer and Secretary.

6. Assistants to the Board.

At the discretion of the Board, an assistant secretary and/or an assistant treasurer may be appointed. The assistants will support the Secretary and Treasurer with their District duties.

The secretary and treasurer will maintain all responsibilities of their office. The assistants will not carry any voting rights at Board meetings. The assistants shall not be required to own land or reside within the District. Any Board member may also be an assistant.

7. Committees:

Committees only make recommendations to the Board. They hold no powers to make decisions.

Unless otherwise provided herein, each Committee shall consist of a chairperson and not less than two or more property owners (*change to volunteers?*). These committee chairpersons and the other property owners (*volunteers?*) of each respective committee shall be appointed by the Board and serve at the pleasure of the Board.

The Standing Committees of the District shall be:

1. Elections Committee

The Elections Committee shall not consist of an elector who is running for the office of commissioner. This committee shall distribute, collect, and count the ballots at a meeting and report the results to the voters.

2. Financial Audit Committee

Financial Audit Committee. Financial audits will be performed by an accounting firm every third year. The Financial Audit Committee will perform reviews in years not professionally reviewed. The results of the financial audit will be submitted at the annual meeting.

3. Water Quality Projects Committee

The Water Quality Projects Committee shall be responsible for monitoring lake conditions and related situations that may present the District with opportunities to enhance the water quality of the lake. Projects shall include non-point pollution projects and aquatic plant treatments.

In addition to the three standing committees, the Board may establish ad hoc committees as needed.

Any committees established by the board of commissioners are subject to open meetings law requirements. *(From UW-SP booklet. I'll check with the attorney to see if this is required since the committees only make recommendations and not decisions).*

Committee Compensation: The chairperson, members, and volunteers of each committee shall be reimbursed for all reasonable necessary services and expenses incurred while conducting the business of the District. These expenses shall include mileage in the amount allowed by the IRS and out-of-pocket expenses. Out-of-pocket expenses require a receipt presented prior to reimbursement.

8. Financial Matters:

Compensation: The secretary and assistant secretary will be jointly compensated in an amount not to exceed \$250 per month (\$3000 per annum). The treasurer and assistant treasurer will be jointly compensated in an amount not to exceed \$150 per month (\$1800 per annum). The actual division of duties and compensation between the assistants and their respective officers shall be approved by the Board. The Chairperson will be compensated in an amount not to exceed \$200 per month (\$2400 per annum). The Vice Chairperson will be compensated in an amount equal to the Chairperson's when they assume the Chairperson's responsibilities.

In addition, all elected commissioners shall receive a stipend of \$50. All posted meetings are eligible for the stipend. Other meetings lasting more than two hours are also eligible. Stipend requests are to be submitted for Board approval on a fiscal quarterly basis.

Reimbursable expenses shall include mileage in the amount allowed by the IRS and out-of-pocket expenses. Out-of-pocket expenses require a receipt presented prior to reimbursement.

These provisions shall not apply to commissioners who receive remuneration by virtue of their position on Town and County Boards.

Checks:

All checks, except as noted below, shall be signed by 2 officers. It is preferred that one signature be that of the Treasurer. If they are unavailable, another officer may sign in lieu of the Treasurer.

At the discretion of the Board, an outside accounting firm may be delegated the responsibility of administering compensation to the Board as well as payment of required government withholdings. The firm may be allowed to sign any required checks at the discretion of the Board.

Fiscal Year: The District's fiscal year is defined by the calendar year.

[Include non-lapsible fund and allowable items here or put it at the annual and special meeting??]

9. Public Bidding Process

Requests for Proposals greater than \$2500 shall be in writing and contain the following items:

- Scope of work
- Any specific material required
- Due date for proposals
- Date work is to be completed

The Board shall require that every contracting party in contracts in excess of \$5,000 give adequate performance and liability security at the time the party submits their bid.

(Specify where the RFP is published? Newspapers, web sites, etc?)

Conflict of Interests. Any commissioner shall abstain from voting on any matter before the Board in which he, as a private person or in which any member of his immediate family, has a financial interest.

(Delete this paragraph since Ch 19.59 already covers ethics?)

If a bid is accepted which exceeds any other bid by 10%, the Board must provide a written justification for its action to the next annual meeting. *[This is from current bylaws (include this?)]*

10. Annual and Special Meeting:

The district's Annual Meeting shall be held on a Saturday or Sunday in August of each year. *(Delete this so our hands aren't tied? Or soften the language? The May 22 thru Sept 8 timeframe is already in the statute. Add "unless a majority vote at the previous meeting scheduled a time outside those dates")*

Voter eligibility verification procedure: *(and/or replace this section with the voter certification certificate??)*

1. For property owners within the District, the tax roll for the prior year will verify property ownership. A photo ID is required. If a property owner owns more than one property, they are entitled to only a single vote.
2. For persons who hold title to real property within the district and whose name does not appear on the tax roll, evidence of title to real property in the District must be presented such as a copy of a deed naming the person as an owner.
3. For residents of the district whose names do not appear on the tax roll or who do not hold title to real property or cannot present evidence of holding title to real property in the district, a utility bill and photo ID are required to prove eligibility.
4. For representatives of a trust, foundation, corporation, association or organization, a letter on appropriate stationary or other official authorization from the trust, foundation, corporation, association or organization indicating that you are the authorized representative is required. A photo ID is also required. The organization is entitled to only a single vote

Election of commissioners will be done by secret ballot. Other matters for voting will be by secret ballot, voice vote or show of hands, at the discretion of the board *(or Chair?)*.

Commissioner Nominations: A resume of not more than 250 *(TBR)* words and 45 *(TBR)* days prior to the meeting must be submitted to the district secretary to be included in the mailing. Nominations are also accepted from the floor at the annual meeting. *(Add statement allowing candidates to briefly speak at the annual meeting?)*

(At annual meeting, mention at establishment of a non-lapsible fund and allowable items is voted on at the annual or special meeting?)

Miscellaneous

These bylaws may be amended at any legal annual or special meeting of the District. Amendments shall require a two-thirds *(TBR)* vote of the electors present and voting at the meeting.

The District will maintain a permanent post office box and email address to maintain a consistent address in order to facilitate contact with members and other organizations.

**CODIFIED BY-LAWS
OF THE
LAKE REDSTONE
PROTECTION DISTRICT**

La Valle, Wisconsin

August 2021

Codified Bylaws of the Lake Redstone Protection District

August 2021

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Any committees established by the Board are subject to open meetings law requirements.

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In addition, all elected commissioners shall receive a stipend of \$50 for each eligible meeting they attend. All posted meetings are eligible for the stipend. Other meetings and training lasting more than two hours are also eligible. Stipend requests are to be submitted for board approval on a fiscal quarterly basis.

Reimbursable expenses shall include mileage in the amount allowed by the IRS and out-of-pocket expenses. Out-of-pocket expenses require a receipt presented prior to reimbursement.

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Scope of work

Any specific material required

Due date for proposals

Date work is to be completed

The Board shall require that every contracting party in contracts in excess of \$5,000 give adequate performance and liability security at the time the party submits their bid.

10. Annual and Special Meetings:

At the discretion of the Chair, a signed voter eligibility certificate may be required prior to voting.

Commissioner candidates may submit a paragraph for inclusion in the mailed annual meeting notice. Due date for the submission will be established annually by the Secretary. Nominations are also accepted from the floor at the annual meeting. Candidates will be allowed to briefly speak prior to the vote.

Election of commissioners will be done by secret ballot. Other matters for voting will be by secret ballot, voice vote or show of hands, at the discretion of the Chair.

11. Miscellaneous:

These bylaws may be amended at any annual or special meeting of the District.

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