

BY-LAWS OF THE SPOONER LAKE PROTECTION AND REHABILITATION DISTRICT

Preface

In keeping with the resolution of the Spooner Town Board of 1987 that created the Spooner Public Inland Lake Protection and Rehabilitation District, the electors of the said Spooner Lake District do adopt these By-Laws. The purpose of these By-Laws is to define and regulate the activities of the Lake District, its officers and committees. These By-Laws 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. Sections of the Statutes are cited in brackets throughout these By-Laws.

Article I – ELECTORS

Section 1 – RESIDENTS: Every resident of the District who is eligible to vote in general elections shall be an eligible elector of the District. [Sec. 33.30(2)]

Section 2 – NON-RESIDENT PROPERTY OWNERS: Every U. S. citizen, 18 years of age or older who owns real property in the District shall be an eligible elector of the District and may vote in accordance with Section 2 of Article II. 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. [Sec. 33.30(2)] Real property owner is defined as a holder of a fee simple title or land contract on land or the owner of buildings on land which is leased for 20 years or more.

Article II – VOTING

Section 1 – MULTIPLE VOTING: Any elector may cast only one vote on any question called to a vote.

Section 2 – NON-RESIDENT MULTIPLE OWNERS: Joint tenants or tenants-in-common shall select no more than two of the co-owners who shall represent them and shall each cast one vote. [Sec. 33.30(3)(g)]

Section 3 – 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 or referendum. All votes shall be counted by a show of hands, unless otherwise specified by Statute or in these By-Laws.

Article III – ANNUAL MEETING AND BUDGET HEARING

Section 1 – TIME, PLACE, AND QUORUM: 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, hereinafter referred to as the Board, unless the date has been set by vote of the previous annual meeting. [Sec. 33.30(1) and 65.90(1)] A quorum shall consist of all those electors present.

Section 2 – NOTICE: A written notice of the annual meeting and budget hearing shall be mailed at least 14 days in advance of the meeting to all resident electors and all property owners whose names appear on the tax roll and to the Department of Natural Resources. A summary of the proposed agenda, budget, and notice of the place where such budget in detail is available for public inspection, and notice of the time and place of the annual meeting and budget hearing shall be published twice in a paper of general circulation in the area. The first insertion shall be at least 15 days before the meeting and the second insertion shall be the following week. [Sec. 33.30(2) and 65.90(3)]

Section 3 – NOMINATION OF COMMISSIONERS: The Board shall nominate candidates to fill all vacancies on the Board. If none of the commissioners, whose terms do not expire, are resident electors, then two of the candidates shall be resident electors. The minimum number of candidates nominated by the Board shall be equal to the number of vacancies.

Section 4 – ELIGIBILITY OF COMMISSIONERS: The annual meeting can elect to the office of commissioner any elector. [Sec. 33.28(2) and 33.285]

Section 5 – ELECTING COMMISSIONERS: At annual meetings, the electors shall elect one commissioner to fill each vacancy on the Board. [Sec. 33.28] When a commissioner's term of office has expired, his/her successor shall be elected to a three year term. [Sec. 33.28(2)] If a commissioner leaves office before the expiration of the term, the elected successor shall serve only for the remainder of the unexpired term. In any year in which more than one vacancy exists, the candidate receiving the greatest number of votes is elected to the three year term; the candidate receiving the second greatest number of votes is elected to the next longest term. One of the three elected commissioners must be a resident of the District. [Sec. 33.28(2)] If none of the commissioners, whose terms do not expire, is a resident elector, then the resident elector receiving the greatest number of votes shall be elected to the three year term. All elections for the office of commissioner shall be conducted by secret, written ballot. Commissioners shall assume their office immediately following the annual meeting at which they are elected.

Section 6 – ANNUAL BUDGET AND TAX: 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 a budget and a tax. The property tax levy of the District shall not exceed a rate of 2.5 mills of equalized valuation. [Sec. 33.30(4)(a)] [Sec. 65.90(2)] The annual meeting may direct the Board to adopt and collect special charges or special assessments.

Section 7 – PROJECT APPROVAL: The annual meeting shall approve or disapprove all proposed projects by the District having a cost to the District in excess of \$5,000 by special vote of the electors. The annual meeting may also authorize the Board, during the succeeding year until the next annual meeting, to approve or disapprove projects having a cost to the District in excess of \$5,000, and to enter into contracts accordingly, subject to the limitations provided in the authorizing resolution. [Sec. 33.30(3)(b)]. The Board may borrow up to \$25,000.

Section 8 – OTHER BUSINESS: The annual meeting shall take up and consider such other business as comes before it, if appropriate notice is given. [Sec. 33.30(2m)(b)]

Article IV – POWERS OF THE DISTRICT

Section 1 – GENERAL POWERS OF A BODY CORPORATE: The District may sue and be sued, make contracts, accept gifts, purchase, lease, devise or otherwise acquire, hold or dispose of real or personal property, disburse money, contract debt and do such other acts as are necessary to carry out a program of lake protection and rehabilitation. [Sec. 33.22(1)]

Section 2 – SPECIFIC LAKE MANAGEMENT POWERS: The District may conduct a feasibility study, adopt a plan, and carry out implementation work including but not limited to aeration, nutrient diversion, nutrient removal or inactivation, erosion control, sediment manipulation including dredging, harvesting, and bottom treatments. [Sec. 33.13-15]

Article V – DISTRICT BOARD OF COMMISSIONERS

Section 1 – COMPOSITION: The affairs of the District shall be managed by the Board of Commissioners which shall consist of five persons. Three shall be elected as provided in Article III, Section 5 and one each shall be appointed by the County Board and by the local municipality with the largest portion by valuation within the District. [Sec. 33.28(1)(2)] The existing Board shall nominate candidates for town and county consideration. Failure of those bodies to act on those nominations authorizes temporary authority to appoint in the District Board.

Section 2 – OPEN MEETINGS: The Board shall meet at least quarterly, and at other times on the call of the chair or the petition of three of the commissioners. [Sec. 33.28(6)] Meetings shall be open and proper notice given in accordance with legislation governing meeting of public bodies. [Sec. 19.81-98]

Section 3 – QUORUM AND VACANCIES: Three commissioners shall constitute a quorum for the transaction of business at Board meetings. A majority of the commissioners plus one shall be present to borrow money. The existing Board shall appoint an elector to fill any vacancies until the next annual meeting.

Section 4 – FUNCTION: The Board shall conduct all business of the District not specifically reserved to the electors of the District, and shall carry out the provisions of these By-Laws and Chapter 33 of the Wisconsin Statutes, and shall carry out the mandates of the annual meeting.

Section 5 – OFFICERS: At the first Board meeting, immediately following each annual meeting of the District, the Board shall elect a chair, a secretary, and a treasurer from among its members. [Sec. 33.29(3)]

1. The chair shall preside at the annual and special meetings, all meetings of the Board and all public hearings held by the Board. [Sec. 33.29(3)(a)]
2. The secretary shall keep minutes of all meetings of the District and the Board and hearings held by it; and shall prepare and send the notices required for the annual meeting, any special meeting, and any meeting of the Board. [Sec. 33.29(3)(b)]
3. The treasurer shall receive and take charge of all moneys of the District, and pay out the same in compliance with the budget or on order of the Board. [Sec. 33.29(3)(c)]

Section 6 – COMPENSATION: The commissioners shall receive no remuneration for their service in office, unless authorized by the annual meeting; but a commissioner shall be paid for actual and necessary expenses incurred while conducting the business of the District.

Section 7 – 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 shorelands, and the drainage basin. [Sec. 33.29(1)(a)]
2. Planning lake protection and rehabilitation projects. [Sec. 33.29(1)(b)]

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. [Sec. 33.29(1)(c)]
4. Adopting and carrying out lake protection and rehabilitation plans and obtaining any necessary permits therefor. [Sec. 33.29(1)(d)]
5. Maintaining liaison with the Department of Natural Resources and providing the names and addresses of the current commissioners to the department. [Sec. 33.29(1)(e)]

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. [Sec. 33.29(2)] A majority of the commissioners plus one must be present when a resolution is passed to commit the District to borrowing money or to using any other financing method prescribed by law. [Sec. 33.31] The Board may use special assessment or charges for the purpose of carrying out District protection and rehabilitation projects, or for other lake management activities undertaken by the District. [Sec. 33.32]

Section 8 – INDEMNIFICATION: The District shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer, director, or employee of the District against all expenses and liabilities, including without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceedings not to have acted in good faith in the reasonable belief that such action was in the best interests of the District; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of directors or commissioners who are not at the time parties to the proceeding.

Article VI – PUBLIC BIDDING

Section 1 – LOW BID: All contracts exceeding \$2500 for work or materials shall be let by the Board to the lowest responsible bidder. [Sec. 33.22(1)] The manner of soliciting bids and the determination of the responsibility of the bidder shall be at the discretion of the Board. If a bid is accepted which exceeds any other bid by more than 20 percent, the Board must provide a written justification for its action to the next annual meeting.

Section 2 – SECURITY BOND: The Board may require that every contracting party give adequate performance and liability security at the time the party submits a bid. [Sec. 33.22(2)]

Section 3 – CONFLICT OF INTEREST: Any commissioner shall abstain from voting on any matter before the Board in which he/she, as a private person, or in which any member of his/her immediate family (spouse, parents, or child), has a financial interest.

Article VII – COMMITTEES

Section 1 – ELECTIONS: The chair may appoint three electors who are not running for the office of commissioner to serve as the elections committee subject to Board approval. The committee shall distribute, collect, and count the ballots at the annual meeting and report the results to the annual meeting.

Section 2 – AUDITING: The chair shall appoint two electors to serve as the auditing committee subject to Board approval. The committee shall examine all financial records of the District and report its conclusions to the annual meeting.

Section 3 – OTHER COMMITTEES: The chair may appoint other committees as necessary to further the interests of the District subject to Board approval.

Section 4 – REPORTING: All committees shall report to the chair.

Section 5 – TERMS OF MEMBERS: All committee members shall serve at the pleasure of the chair and may be replaced by the chair subject to Board approval.

Article VIII – MISCELLANEOUS PROVISIONS

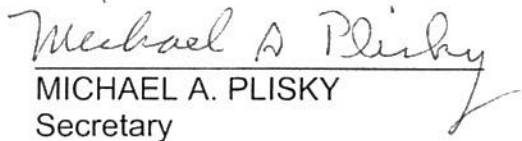
Section 1 – SPECIAL MEETINGS: Special meetings of the District may be held for the purpose of transacting any lawful business which might be done at the annual meeting. The meeting may be called by the Board or upon a written request to the secretary signed by 12 qualified electors of the District. The annual meeting notice requirements under Article III shall be followed 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 2 – CONDUCT OF MEETINGS: All meetings of the District shall be conducted according to Roberts Revised Rules of Order unless contrary to the requirements of these By-Laws. The chair shall serve as parliamentarian.

Section 3 – AMENDING BY-LAWS: These By-Laws may be amended at any legal annual meeting of the District. Amendments shall require a two-thirds vote of the electors present and voting at the meeting.

CERTIFICATION:

This revision of the By-Laws of 1987 was adopted by unanimous vote at the annual meeting on this 30th day of August 2014.


MICHAEL A. PLISKY
Secretary