

**BY-LAWS**  
**FRIENDSHIP LAKE PROTECTION**  
**AND REHABILITATION DISTRICT**  
**Effective September 1, 2018**

**PREFACE**

In keeping with the resolution of the Adams County Board that created the Friendship Public Inland Lake Protection and Rehabilitation District, the electors of the said Friendship Lake District do adopt these bylaws. The purpose of these bylaws is to define and regulate the activities of the Lake District, its officers and committees. These bylaws shall always 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. Reprints of sections of the Statutes are cited in brackets [] throughout these bylaws.

**ARTICLE I – ELECTORS OF THE DISTRICT**

33.285 Property owning requirements. Any requirement under s.33.27 (1) or 33.28 that a person own property within the district to be eligible for membership on the board of commissioners is satisfied if a person is an official representative, officer or employee of any trust, foundation, corporation, association or organization which is an owner of property within the district.

**ARTICLE II – VOTING**

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

Section 2 – CASTING BALLOTS: An elector must be present at the meeting at the time the vote is called to vote. No elector may vote by proxy or absentee ballot or referendum. [s. 33.30(2)(b)]

All votes shall be counted by a show of hands, unless otherwise specified by Statute or these bylaws.

**ARTICLE III – ANNUAL MEETING**

Section I – TIME AND PLACE: Every district shall have an annual meeting. Each annual meeting shall be scheduled during the time between May 22 and September 15 unless scheduled outside those dates by majority vote of the previous annual meeting. [ss. 33.30(1) and 65.90(1)].

Section 2 – NOTICE: The annual meeting shall be preceded by written notice mailed at least 14 days in advance of the meeting to all electors within the district whose address is known or can be ascertained with reasonable diligence, to all owners of property within the district at the owner's address as listed in the tax roll, and to the department. The district board of commissioners may substitute a class 2 notice, under chapter. 985, in lieu of sending written notice to electors residing within the district. [s. 33.30(2)]

(a) No absentee ballots or proxies are permitted at the annual meeting. [s.33.30(2)(b)]

(2m) The notice of the annual meeting under sub. (2) shall include all the following: [s. 33.30(2m)]

(a) The proposed annual budget required under s. 33.29(1)(g).

(b) A list of each item proposed for consideration at the annual meeting in addition to the proposed annual budget.

(c) A list of any items proposed for consideration at the annual meeting by persons eligible to vote at the annual meeting if all the following conditions are met:

1. The item relates to an issue that is within the district's authority.
2. Each item is submitted by a petition to the board at least 30 days before the annual meeting.
3. The petition is signed by persons who are eligible to vote at the annual meeting.

4. The number of persons signing the petition equals or exceeds 20 percent of the number of parcels located in the district that are subject to the property tax.

Section 3 - NOMINATION OF COMMISSIONERS: The Board shall nominate candidates to fill all vacancies on the Board. If none of the remaining elected commissioners, whose terms do not expire, are resident electors, then the candidates shall be resident electors. [s. 33.28(2)]. The suggested number of candidates nominated by the Board is the number of vacancies plus one. The names of all nominated candidates shall appear on the written and published notices of the annual meeting. Nominations will be accepted from those electors in attendance at the annual meeting. Ballots printed for the election shall provide space for write-in candidates.

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

Section 5 – ELECTING COMMISSIONERS: At subsequent annual meetings, the electors shall elect a commissioner to fill any expiring terms or vacancies on the Board. [s. 33.30(3)(a)] When a commissioner’s term of office has expired, his successor shall be elected to a three-year term. [s. 33.29(2)(c)] If none of the top three candidates is a resident elector, the resident elector with the most votes among the resident elector’s candidates shall be elected to a one-year term.

All elections for the office of commissioner shall be conducted by secret ballot. [s. 33.30(3)(a)]

Commissioners shall assume their office immediately following the annual meeting at which they are elected. The Board will determine the positions of chairman, secretary and treasurer immediately after each annual meeting. [s. 33.29(3)]

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. [s. 33.30(3)(b)] The electors of the District shall approve the budget and vote the tax as proposed or modify the budget and change the funding accordingly. The property tax levy of the District shall not exceed a rate of 2.5 mills of equalized valuation. [ss. 33.30(3)(b) and 65.90(2)] The annual meeting may direct the Board to adopt and collect special charges or special assessments. [s. 33.32]

Section 7 – PROJECT APPROVAL: Before approval of the annual budget, the annual meeting shall, by separate vote, approve or disapprove each proposed project having a cost to the District more than \$10,000.00. 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 more than \$10,000.00, and to enter into contract accordingly, subject to the limitations provided in the authorizing resolution. [s. 33.30(3)(b)] Votes on projects may be taken by secret written ballot at the discretion of the chairman.

Section 8 - OTHER BUSINESS: The annual meeting shall take up and consider such other business as comes before it. [s. 33.30(4)(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, maintain 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. [s. 33.22(1)]

Section 2: SPECIFIC LAKE MANAGEMENT POWERS: The district may conduct studies, 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, bottom treatments, weed and algae control and water level control. [s. 33.13-15]

Section 3 – BOATING, SEAPLANE AND VEHICLE REGULATIONS: Pursuant to the delegation of authority from all towns, villages and cities with frontage on the lake, the lake district may adopt ordinances to regulate equipment, use and operation of watercraft, vehicles on icebound lakes and seaplane.

## **ARTICLE V DISTRICT BOARD OF COMMISSIONERS**

### **Section 1 – COMMISSIONER’S**

(1) Management of the affairs of the district shall be delegated to a board of commissioners. [s. 33.28(11)]

(2) The board of commissioners shall consist of: [s. 33.28(2)]

(a) One person appointed by the county board who is a member of the county land conservation committee or is nominated by the county land conservation committee and appointed by the county board;

(b) One member of the governing body of the Town of Adams, Town of Preston, and Village of Friendship to be appointed by the governing body and owning property within the district if possible; only the member residing in the local municipality with the largest portion of valuation within the district will have voting rights. The other two appointed members would have not voting power.

(c) Three electors or owners of property within the district elected by secret ballot by the qualified electors and property owners within the district, for staggered 3-year terms. At least one of the elected commissioners shall be a resident of the district.

(2m) [s. 33.28(2m)]

(a) An annual meeting may permanently increase the number of members of the board of commissioners to be elected under sub. (2)(c) from 3 to 5.

(b) If no resident is willing to be elected as required under sub. (2)(c) for a given term, the residency requirement shall be waived until the end of that term.

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

Section 3 – QUORUM: Three commissioners shall constitute a quorum for the transaction of business. [s. 33.28(3)] A majority of the commissioners plus one shall be present to borrow money.

Section 4 – VACANCY: Vacancies on the board caused by death or resignation of an elected commissioner shall be filled by the chair. The appointment for the remainder of the un-expired term shall be subject to approval by a majority vote of the board. [s. 33.28(7)] The commissioner appointed by the county and the commissioner appointed by the town, village or city shall serve at the pleasure of those bodies, who are also responsible for filling vacancies in those positions.

Section 5 – FUNCTION: The Board shall conduct all business of the District not specifically reserved to the electors of the District, shall carry out the provision of these By-laws and Chapter 33 of the Wisconsin Statutes, and shall carry out the mandates of the annual meeting and special meetings, if any. [s. 33.29(2)]

Section 6 – OFFICERS: Immediately following each annual meeting of the District, the Board shall elect a chairman, a secretary and a treasurer from among its members. [s. 33.29(3)]

1. The chairperson shall preside at the annual meeting, at all special meetings and meetings of the board and at all public hearings held by the board. [s. 33.29(3)(a)]

2. The secretary shall keep minutes of all meetings of the board and hearings held by it. The secretary shall prepare and send the notices required for the annual meeting, any special meeting, and any meeting of the board. [s. 33.29(3)(b)]

3. The treasurer shall receive and take charge of all moneys of the District and pay out the same only on order of the Board. [s. 33.29(3)(c)]

Section 7 – COMPENSATION: Commissioners shall be paid actual and necessary expenses incurred while conducting business of the district, plus such compensation as may be established by the annual meeting. [s. 33.28(5)]

Section 8 – POWER AND DUTIES: The Board shall be responsible for:

1. Initiating and coordinating research and surveys for gathering data on the lake, related shorelands and the drainage basin. [s. 33.29(1)(b)]

2. Planning lake rehabilitation projects. [s. 33.29 (1)(c)]

3. Contracting and attempting to secure the cooperation of units of general purpose government in the area for enacting ordinances deemed necessary by the Board to further the objectives of the District. [s. 33.29 (1)(c)]

4. Adopting and carrying out lake protection plans and obtaining any necessary permits therefore. [s. 33.29 (1)(c)]

5. Maintaining liaison with those officials of state government involved in lake protection and rehabilitation. [s. 33.29 (1) and (e)]

6. Implementing the decisions of the electors at annual and special meetings. [s. 33.29(2)]

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. [s. 33.29(2)] Subject to the decisions of the annual meeting, the Board may borrow money or use any other financing method prescribed by law. [s. 33.31] The Board may use special assessment or special charges for the purpose of carrying out District protection and rehabilitation projects or for other lake management activities undertaken by the District. [s. 33.32] The Board may exercise its authority to borrow money when in temporary need. [s. 33.31(2)]

Section 7. IOM Inspecting, operating, and maintaining the Friendship Dam pursuant to the Inspection, Operation, and Maintenance Plan dated April 2018 and adopted by a Resolution of the Board dated June 5, 2018. The Board shall update the Inspection, Operation, and Maintenance Plan as needed from time to time, and shall appoint individuals to assist in the inspection, operation, and maintenance of the Friendship Lake Dam as needed.

## **ARTICLE VI - PUBLIC BIDDING**

Section 1 – LOW BID: All contracts exceeding \$2,500 for work or material shall be let by the Board to the bid most advantageous to the district. The manner of soliciting bids and the determination of the responsibilities of the bidder shall be at the discretion of the Board. The procedures for public works under Sec. 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 20 percent, the Board must provide a written justification for its action to the next annual meeting. [s. 33.22(1)]

Section 2 – SECURITY BOND: The Board shall require that every contracting party in contracts exceeding \$5,000 give adequate performance and liability security at the time the party submits their bid. [s. 33.22(2)]

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

## **ARTICLE VII - COMMITTEES**

Section 1 – ELECTIONS: The chairman shall appoint three electors who are not running for the office of commissioner to serve as the elections committee. 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 Chairman shall appoint three 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.

Section 3 – LAKE ADVISORY GROUP (LAG): This is a committee that works with the Adams County Land and Water Conservation Department and acts as an advisory group which reports to the board. This group manages the Lake Management Plan and updates said document.

Section 4 – OTHER COMMITTEES: The chairman may appoint other committees as deemed necessary to further the interest of the District.

Section 5 – REPORTING: All committees shall report to the chairman or the BOARD upon request and to the annual meeting.

Section 6 – COMPENSATION: Committee members shall receive no remuneration for service to the District. With prior approval from the Board, committee members may submit vouchers for actual and necessary expenses incurred while conducting the business of the District.

Section 7 – TERMS OF MEMBERS: All committee members shall serve at the pleasure of the chairman, and may be replaced on an annual basis.

## **ARTICLE VIII - MISCELLANEOUS PROVISIONS**

Section 1 – SPECIAL MEETINGS: Special meetings of the District may be held for transacting any lawful business which might be done at the annual meeting except approval of the annual budget, amendment of by-laws or dissolution of the district. Amendments to the annual budget may be considered. The meeting may be called by the Board or upon a written request to the secretary signed by at least 10 of the qualified electors of the District. The annual meeting notice requirements under Article III 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. [s. 33.305]

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 chairman, or a person appointed by him, shall serve as parliamentarian.

Section 3 – HARVESTING COORDINATOR. The board selects a Harvesting Coordinator. The coordinator shall monitor and manage all weed harvesting process, procedures and equipment as defined in the handbook for the position of Harvesting Coordinator. The harvesting coordinator shall attend and advise at all board and annual meetings.

Section 4 – AMENDING BY-LAWS: By-law changes may be proposed by a majority of the commissioners, ~~or a majority vote of the previous~~ an annual meeting, or a majority vote of a special meeting. These By-laws may be amended at any annual or special meeting of the District ~~providing~~ provided the proposed change was included in the notice ~~as set forth in Section 2 of Article III of~~ required for the meeting by the By-laws. ~~A~~ Notwithstanding any other provision, a notice that includes proposed changes to the By-laws shall be sent out at least 30 days prior to the annual or special meeting. Amendments proposed by an elector(s) shall be submitted to the board of commissioners for review and inclusion in notice at least 60 days prior to the annual meeting. Amendments shall require a two-thirds vote of the electors present and voting at the annual or special meeting. The By-laws shall become effective immediately upon passage.

Section 5 – DISSOLUTION: A proposal to dissolve the District may be made by a unanimous vote of the commissioners or a written notification from an elector at least 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 vote of the electors present and voting at the annual meeting. [s. 33.35]