

**BYLAWS OF
THE
COMFORT LAKE FOREST LAKE WATERSHED DISTRICT**

These Bylaws establish rules governing the conduct and procedure of the Board of Managers of the Comfort Lake Forest Lake Watershed District.

OFFICERS

The Board shall consist of a President, Vice-President, Secretary, Treasurer, and managers. The officers shall perform the duties as prescribed by the Bylaws and otherwise directed by the Board.

MEETINGS

The Board shall have regular meetings on the fourth Thursday of each month at 6:30 p.m., and if such Thursday shall fall on a holiday, shall have its regular meeting the next following Thursday or as the Board may otherwise decide. Adjourned and special meetings shall be at any other time that the Board may deem proper.

The President shall preside at all meetings as Chair of the Board. In the absence of the President, the Vice President shall preside. In the absence of both, the Treasurer shall serve as Chair. The Chair or Acting Chair shall have the same privileges as other members.

At all meetings of the Board, the majority of the members appointed shall constitute a quorum to do business, but a majority may adjourn from day to day. At the hour appointed for a meeting, the Chair or Acting Chair shall call the meeting to order. If a quorum will not be present at any meeting of the Board of Managers, the managers present there at may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum is present. If a quorum is present at the call of a meeting, the managers may continue to

transact business until adjournment notwithstanding the withdrawal of enough managers to leave less than a quorum.

All meetings of the Board shall be open to the public, except closed meetings. No person other than a member shall address the Board, except with the consent of the Chair or by a vote of the majority of the members present.

AGENDA

Upon appearances of a quorum, the Board shall proceed to do business, which shall be conducted in the following order:

- 1) Call to order.
- 2) Reading and Approval of Agenda
- 3) Reading and Approval of Minutes
 - a. Last Regular Meeting
 - b. Special Meetings
- 4) Reports of Engineer and Attorney
 - a. Engineer
 - b. Attorney
- 5) Special Orders
- 6) Reports of Managers
 - a. Treasurer
 - b. Other Managers
- 7) Reports of Advisory Committees
 - a. Citizen Advisory Committee
 - b. Technical Advisory Committee
- 8) Correspondence, Publications, and Reports
- 9) Unfinished Business

- 10) New Business
- 11) Adjournment.

RULES OF ORDER

The Chair shall preserve order and decide questions of order subject to an appeal of the Board. The Chair may make motions, second motions, or speak on any question, provided, however, that in order to do so, upon demand of any one Board member, he shall vacate the chair and designate a temporary Chair. The Chair or Acting Chair shall be entitled to vote in the same manner as other members of the Board.

Every member previous to his speaking shall address the Chair and shall not proceed until the Chair has recognized that member. A member called to order shall immediately suspend his remarks until the chair decides the point of order.

These rules may be temporarily suspended by consent of a majority of all Board members and shall not be repealed, altered, or amended unless by a majority vote of the whole Board and upon notice given at a preceding meeting. In all points not covered by these rules, Robert's "Rules of Order" shall govern the Board.

The foregoing rules are adopted to facilitate the transaction of Board business. They should not be permitted to divert or hinder the express intent and desire of the Board. Informal compliance and substantial performance shall be sufficient under the foregoing rules in the absence of objections seasonably taken. Objections are hereby declared not to have been seasonably taken as to any procedural matters provided for herein if a Board member present at the meeting fails to object during the meeting and requests compliance with these rules. Such

objection shall not be seasonably taken if taken by an absent member later than the next regular meeting after which objection to the proceeding is made.

MOTIONS

Every motion, except to adjourn, postpone, reconsider, commit, lay on the table, or for the previous question shall be reduced to writing if the chair or any member requires it; when made and seconded, it shall be stated by the Chair or, being written, shall be read by the Chair and may be withdrawn before decision or amendment or any disposition thereof has been made or a vote taken thereof.

All resolutions shall be in writing.

When a question is under debate, no motion shall be entertained unless to adjourn, to lay on the table, to act on the previous question, to postpone, to commit, or to amend, which several motions shall have precedence in the order in which they are named, and the first three shall be decided without debate.

When the Chair puts a question, every member present shall vote, unless for special reasons the Board shall excuse him, but if any member has a personal interest in the matter, he shall not vote. In doubtful cases, the chair may direct or any member may call for a decision. The "yeas" and "nays" shall be called upon the request of the Chair or by any member, in which case the names of the members voting are required to be recorded in the minutes.

COMMITTEES

The Board shall appoint all standing or special committees or liaisons for establishing and maintaining mutual understandings with other interested groups or persons by an affirmative vote of a majority of the managers then holding office. It shall be the duty of committees and liaisons to act promptly and faithfully in all matters referred to them and to make reports at the next

meeting of the Board. A complete and accurate copy of all committee reports shall be made by the Secretary and filed and recorded in the office of the Board.

SPECIAL MEETINGS

A manager may request a meeting at any time. In the event of a special meeting, the Secretary shall mail a notice of a special meeting to each manager three days prior to the time specified for such a meeting. Further, the Secretary shall also post written notice of the date, time, place, and purpose of the meeting on the principal bulletin board or the doors of its meeting room. In the event, the Secretary is unable to provide proper mailed notice, the President or Secretary, or their designee, shall personally contact individual members of the Board of Managers at least one day prior to the special meeting to give actual notice of the meeting.

VOTING

The manner of voting on any business coming before the Board may be by a voice vote. Any affirmative or negative vote, or abstention, by any member shall be entered in the minutes upon request. Affirmative and negative votes shall be taken upon any motion at the request of one member and the result entered in the minutes. Every member shall vote in such case unless the Board by a majority vote shall exclude a member from voting.

Minutes of the meeting shall be kept by the Secretary, and when signed shall constitute an official record of the Board procedure.

FISCAL PROCEDURES

The following procedures will be followed in accounting for the public funds of the District. The Treasurer shall issue a receipt for all monies received. All payments shall be by check issued and signed by two members of the Board of Managers. The Treasurer shall keep a

permanent record of receipts and disbursements, and he shall report on all financial transactions at meetings of the managers.

The managers shall approve all purchases and claims shall be paid as promptly as possible. The Treasurer shall keep a record for all unpaid claims that shall be submitted in writing. The Treasurer shall summarize the claims in his report to the managers, who shall approve each claim before payment may be made. This shall be by a motion recorded in the minutes of the meeting.

The claim form for managers per them allowances and expenses shall be prepared in duplicate. The original shall be submitted to the Treasurer to be processed and approved in the same manner as other claims. Each manager for his personal record shall retain a copy.