

## PIPE & NORTH PIPE LAKES PROTECTION & REHABILITATION DISTRICT

### Proposed Second Amended & Restated Bylaws for the Lake District— Summary of Changes

The Lake District was formed in 2022. The initial bylaws for the District were amended in 2007. Over time, certain changes in Wisconsin law meant that provisions in the 2007 Bylaws with applicable law. Over time, it also became clear that some of the 2007 Bylaws merited being revised to address some open questions and to make for smoother operations.

Earlier this year, some present Lake District Commissioner began drafting an updated set of Bylaws. These Second Amended & Restated Bylaws are the result of that effort. They conform them to current Wisconsin law, close operational gaps, and set a framework for Board policies. The present Commission approved recommending that the Lake District membership adopt this set of Bylaws. Doing so requires a two-thirds vote of the eligible voters present at the annual meeting. Clean and marked-up versions of the full text have been made available to the District members to review.

| Proposed Change                                                                                                                                                                                                               | Reason for Change                                                                                                                                                                                                                       |
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| Preface and Art. I, §1 — Remove the 501(c)(3) reference and state that the District is a political subdivision under 26 U.S.C. §115 and §170(c)(1); replace the “Appendix A” cross-reference with Wis. Stat. §§6.02 and 6.10. | The District is a unit of government, not a charitable nonprofit, and no Appendix A ever existed. The statutes supply the voter-qualification standard.                                                                                 |
| Art. II, §3 — Conduct commissioner elections under Wis. Stat. §33.30(5).                                                                                                                                                      | §33.30(5) postdates the 2007 bylaws. It governs ballots, counting, observation of the count, and recounts.                                                                                                                              |
| Art. III, §2 — Allow electronic notice; require notice to the DNR; require the notice to include the proposed budget and the items for consideration.                                                                         | Conforms to 2023 Wisconsin Act 62 and Wis. Stat. §33.30(2)(a) and (2m). The DNR is a required recipient the 2007 bylaws omit.                                                                                                           |
| Art. III, §5 — A term begins at adjournment of the meeting at which the commissioner is elected and runs until a successor qualifies.                                                                                         | The 2007 bylaws never said when a term starts or ends, leaving the Board’s composition unclear at turnover.                                                                                                                             |
| Art. III, §5 — The candidates with the most votes are elected, a majority is not required, and a tie is broken by a further ballot among the tied candidates, then by lot.                                                    | Neither a vote threshold nor a tie-break procedure appeared anywhere. Without them a close election could be disputed.                                                                                                                  |
| Art. III, §6 — At least one elected commissioner must be a District resident, waived for a term if no resident will serve.                                                                                                    | Required by Wis. Stat. §33.28(2)(c); the waiver follows §33.28(2m) (b).                                                                                                                                                                 |
| Art. V, §6 — If the Chair cannot preside, the Chair names another commissioner; if none is named, those present select one.                                                                                                   | Nothing covered the Chair’s absence, which could leave a meeting unable to organize itself.                                                                                                                                             |
| Art. V, §8 — Add the DNR notification duty under §33.29(1)(f) and non-lapsable capital funds under §33.30(4)(d).                                                                                                              | A statutory duty, plus the ability to reserve funds across fiscal years for larger projects.                                                                                                                                            |
| Art. V, §9 — New: indemnify commissioners and officers acting in good faith.                                                                                                                                                  | Volunteers should not bear personal cost for service to the District.                                                                                                                                                                   |
| Art. VI, §§1 and 3 — Correct the bidding citation to Wis. Stat. §33.22(1) and §62.15 and add the Aqua-Tech professional-services exception; correct “parent of a child” to “child” and cite Wis. Stat. §19.59.                | The 2007 cite to “Sec. 86.29 of Chapter 33” does not exist, and Aqua-Tech holds bidding rules do not reach professional services. The family-member reference was a drafting error, and §19.59 already governs local officials’ ethics. |
| Art. VIII — New article defining a Board “Policy,” how it is adopted, and its limits.                                                                                                                                         | Let’s the Board set operating procedures without amending the bylaws, while making clear a Policy cannot bind property owners or override Chapter 33.                                                                                   |
| Art. IX — Correct the dissolution citation to Wis. Stat. §33.35; add a severability clause.                                                                                                                                   | The 2007 citation was wrong. Severability preserves the rest of the bylaws if one provision is later held invalid.                                                                                                                      |