

**Bylaws Work Group
Meeting Minutes
September 3, 2019**

Attendance: Steve Lotspeich, Julie Potter, Rich Turner, Bonnie Waninger, Nancy Chartrand

Chair Potter called the meeting to order at 2:00 pm. Quorum present.

Adjustments to the Agenda

None.

Public Comment

None.

Minutes

Turner moved to approve minutes of August 5 2019 as written; seconded by Lotspeich. Motion carried.

Terms Review

A review of the drafted language regarding terms was undertaken. It was agreed to change 'certified' to 'certified in writing by their appointing legislative body'; however further discussion ensued about the timing of certifications and continuous service beyond July 1st. Potter will redraft language for review.

Language Revisions

Review resumed with Article 5. Page 17, line 9 - Add 'and those nominations added to the slate' to complete the item.

Page 17, Line 17 – change 'all members of the Board' to 'all Commissioners'.

Page 18, Line 5 – discussion ensued regarding appointments to other organizations. It was determined the language would be left as is.

Page 18, Lines 20-26. Discussion ensued regarding rights of removal.

Line 25 – following governing body instead of DINSE suggested language amend to read 'in accordance with Section 302C'.

Page 19, Line 4 - replace 'yearly meeting that occurs in June' with 'regular June meeting'.

Page 20, Section 603 – changes suggested by DINSE appropriate.

Page 20, Section 604 – discussion ensued regarding the regularity of Committee meetings. Remove the word 'regular' from Section title and content.

Page 20, Section 605 – discussion on new language for section. Potter will draft language and discuss with Waninger and bring back to the Work Group for further review and approval.

Page 21, Section 606 – changes suggested by DINSE appropriate.

Page 21, Section 607 – discussion ensued regarding moving open meeting law language to the beginning of Section. Ultimately becoming Section 601 and renumbering the other sections. The changes suggested by DINSE appropriate.

Page 21, Section 608 – changes suggested by DINSE appropriate.

Page 21, Section 609 – change title to “Minutes and Public Records”. Other changes appropriate as recommended by DINSE.

Page 22, Article 7 – Discussion ensued about moving this article within the bylaws to be part of Article 4 that addresses the organization, becoming a new Section 406. Other changes suggested by DINSE appropriate.

Page 22, Article 8 - Discussion ensued about approval of the annual assessment. New language suggested that rate be ‘recommended by the Executive Committee and adopted by the Board’ rather than ‘established by the Executive Committee’. Other changes suggested by DINSE appropriate.

Page 23, Section 803 – changes suggested by DINSE appropriate.

Page 23, Section 804, Line 11 – discussion ensued to amend the recommended language to ‘if approved by a two-thirds vote of the Board’ and keep the statute citation.

Page 23, Section 805, Line 20 – Add ‘budget,’ prior to ‘work plan’. Other changes suggested by DINSE appropriate.

Page 23, Article 9 – changes suggested by DINSE appropriate.

Page 24, Line 1 – change to ‘member municipalities’ vs. ‘municipalities represented by Commissioners’ and amend to ‘by December 31st.’

Page 24, Section 905 – changes suggested by DINSE appropriate.

Page 24, Section 906 - discussion ensued regarding the proposed language. Potter offered to draft language for review and consideration.

Page 24, Section 908 - reverse chronology of Section 907 and 908, making Severability the last section. Other changes suggested by DINSE appropriate.

Discussion continued regarding dates and details of amendments to bylaws previously; and whether there need to be details as to what specific amendments were each time within the document.

Next Steps – Next Meeting

Work Group needs to address indemnification language and shared services language for municipal services agreements. Chartrand will redistribute the indemnification language for the next meeting as

well as Two Rivers example on shared services language. Chartrand will provide dates for our next meeting via follow-up email.

Adjourn

Lotspeich moved to adjourn at 3:50 pm, seconded by Turner. Motion carried.

Respectfully submitted,

Nancy Chartrand
Office Manager