

# Bear Lake Lake Board Bylaws

Adopted 7/14/2022

## 1. Name and Purpose

- a. The name of the public body shall be the Bear Lake Lake Board (“Lake Board”).
- b. These Bylaws are adopted by the Lake Board to facilitate the performance of its duties as outlined in Part 309 of the Michigan Environmental Protection Act, Public Act 451 of 1994, Inland Lake Improvements.

## 2. Duties

- a. Strategic Plan. The Lake Board shall develop and administer a Strategic Plan as required by state law and facilitate assessments through its communities to implement that plan.
- b. Plan Review. The Lake Board shall review its Strategic Plan at least every five years; the first plan was adopted in 2017. The Board may use the guidance of its attorney to ensure all postings, public hearings, and other processes required under the law are adhered to during the strategic plan process.
- c. Public Education. The Lake Board will work with other groups to educate property owners and the public about best management practices that protect Bear Lake and its water quality.

## 3. Membership

- a. Number. The Lake Board shall be comprised of five members. One representative shall be from Laketon Township, another from the City of North Muskegon, and another representing lakefront property owners. By state law, membership on the Lake Board also includes a County Board member and the Water Resources Commissioner or a designee.
- b. Lakefront Property Owners Representative. The Lake Board member representing lakefront property owners shall be selected per Michigan Compiled Laws 324.30903(1)(b), Section 30903 of Public Act 451 of 1994. An organization composed of and representing the majority of lakefront property owners on Bear Lake may submit up to three names to the Lake Board, from which the Lake Board will make its selection. The Lake Board will send letters to lakefront property owners, seeking their feedback for Lake Board membership.
- c. Term. Each member, other than those seated by law, shall be appointed to hold office for a four year term. Vacancies shall be filled by the respective communities upon the vacation of a seat; a respective community may reappoint its member for another four year term.
- d. Objectivity. Each member shall represent and advocate what is best for the health of Bear Lake, putting aside personal or special interests.
- e. Attendance. If any member of the Lake Board is absent from three consecutive regularly scheduled meetings, then that member shall be considered delinquent. Delinquency shall be grounds for the appointing municipality or persons to remove a member from the Lake Board for nonperformance of duty or for misconduct.
- f. Resignation. A member may resign from the Lake Board by sending a letter of resignation to the Chair or Secretary.

## 4. Officers

- a. Selection of Officers. At the regular meeting in January of every year, the Lake Board shall select from its membership a Chairperson, a Vice-Chairperson, Treasurer, and

Secretary. The Lake Board may also designate another person who is not a member of the Lake Board to be the recording secretary.

- b. Tenure. The Chairperson, Vice-Chairperson, Secretary, and Treasurer shall take office immediately following their selection and shall hold office for a one-year term or until their successors are selected and assume office.
- c. Duties of the Officers:
  - 1) The Chairperson shall be the chief executive officer of the Lake Board. The Chairperson shall preside at all meetings of the Board, shall have general and active management of the business of the Lake Board, and shall see that all orders and resolutions of the Lake Board are carried into effect. The Chairperson may execute with the Secretary or any other proper officer authorized by the Lake Board, all bonds, notes, mortgages, conveyances, and other instruments which the Board has authorized to be executed, except in cases where the signing and execution is expressly delegated by the Lake Board, by the By-Laws of the Lake Board, or by statute to some other officer or agent of the Lake Board. The Chairperson shall be ex-officio a member of all standing committees, and shall have and exercise such other authority as is specifically granted from time to time by the Lake Board.
  - 2) The Vice-Chairperson shall act for the Chairperson in the latter's absence.
  - 3) The Treasurer shall:
    - i. Monitor Board finances with assistance from the City of North Muskegon.
    - ii. Facilitate the payment off bills, after a Board vote, with the City of North Muskegon.
    - iii. Deliver the respective annual billings to both the Township of Laketon and City of North Muskegon no later than November 1<sup>st</sup> of every year.
    - iv. Have custody of the Authority's funds and securities, and keep full and accurate accounts of receipts and disbursements in books belonging to the Lake Board, and deposit all moneys and other valuable effects in the name and to the credit of the Lake Board in such depositories as may be designated by the Lake Board. The Treasurer shall disburse the funds of the Authority as may be ordered by the Lake Board, using proper vouchers for such disbursements. The Treasurer shall render to the Chairperson and members, at the regular meetings of the Lake Board or whenever required, an account of the Treasurer's actions and of the financial condition of the Lake Board.
  - 4) The Secretary shall be the recording officer of the Lake Board, and shall attend all meetings of the Lake Board, record all votes and the minutes of all proceedings in a book to be kept for that purpose, and perform like duties for the standing committees when required. The Secretary shall give, or cause to be given, notice of all meetings of the Lake Board, and shall perform such other duties as may be prescribed by the Lake Board.

## 5. Official Records

- a. Reports and official documents of the Lake Board shall be kept at the North Muskegon City Hall and be overseen by the City Manager, working with the Secretary.
- b. Financial records and Lake Board bills shall kept by the City of North Muskegon with oversight from the City Manager of North Muskegon, working with the Treasurer.
- c. Public Availability. All meetings, minutes, records, documents, correspondence, and other materials of the Lake Board shall be open to public inspection in accordance with the Michigan Open Meetings Act and the Michigan Freedom of Information Act, except as may otherwise be provided by law.

- d. Social Media. Management of the Lake Board's website, Facebook page, and other social media shall be determined by the Lake Board.

## 6. Reporting to communities

- a. Community Representatives. Each community participating in the Lake Board shall provide instruction to its representative as to how the community would like to receive reports on Lake Board activity.
- b. Records. Minutes, reports, communications, and other official documents shall be copied to the City Manager of North Muskegon and the Laketon Township Supervisor. It is expected that they will share the materials with their local elected officials and make the materials available to the public upon request and in accordance with the applicable law.
- c. Policies. Any policies of the Lake Board shall also be shared with the participating municipalities and the public in accordance with applicable law.

## 7. Payment of bills

Payment of bills shall be subject to approval by the Lake Board.

## 8. Use of Attorney

Use of the attorney shall be subject to approval by the Lake Board.

## 9. Conduct

- a. Adherence to the Open Meetings Act (OMA). Agendas shall be posted in accordance with the OMA. Draft minutes shall be made available to the public no more than eight days after the meeting or as otherwise required by the OMA. Members shall be familiar with the guidance of the Open Meetings Act Handbook produced by the Michigan Attorney General's office and shall comply with the requirements of the OMA.
- b. Accepting Gifts. Gifts shall not be accepted directly or indirectly by a member of the Lake Board from anyone connected with Lake Board business, when the gift is intended to or has the appearance of being intended to influence the Lake Board business.
- c. Ex Parte Communication. (outside of a public meeting subject to OMA).
  - 1) The Lake Board desires to conduct all proceedings fairly, to create a record that includes all of the evidence upon which recommendations and decisions were made, and to prevent the appearance of undue outside influence on its recommendations and decisions. To this end, the Lake Board members who experience ex-parte communication must promptly disclose the details of the communication at the next Lake Board meeting after the introduction of the item to which the ex-parte communication pertained.
  - 2) Free and open debate should take place on issues before the Lake Board. Such debate shall only occur at public meetings of the Lake Board, or closed sessions allowed by the OMA.
  - 3) Members of the Lake Board shall avoid telephonic or electronic communication (e.g. email or texting) with other individual members of the Lake Board outside of a public forum in a manner that violates the OMA.
  - 4) If a Lake Board member is approached by one or more members of the public wanting to discuss Lake Board business, the members of the public shall be encouraged to come to a public meeting of the Lake Board and to express their comments there.

## 10. Meetings

- a. Regular Meetings. An annual calendar of Lake Board meetings shall be posted in each community participating in the Lake Board. When the regular meeting day falls on a legal holiday, the Lake Board shall select a suitable alternate day in the same month. The Lake Board shall hold not less than four regular meetings each year. Notices for all meetings shall comply with the OMA.
- b. Quorum. At least three Lake Board members shall be present to take action on any Lake Board item. However, to approve any expense greater than \$20,000 and all assessments, whether or not budgeted, an affirmative vote of at least three Lake Board members is required.
- c. Rules for speaking.
  - 1) To ensure everyone has the opportunity to speak, the Chairperson may elect to limit the time permitted for each person to speak. The Chairperson may also elect to allow persons to speak only once, until all persons have had the opportunity to speak, at which time the Chairperson may exercise discretion to permit additional comments. The Chairperson's decisions are subject to modification or reversal by a vote of the Lake Board.
  - 2) All comments by the public and Lake Board members shall be directed to the Chairperson. All comments shall be related to the topic of the request or purpose of the hearing; unrelated comments shall be ruled out of order.
- d. Recess. The Chairperson, or the Lake Board by a vote, after the meeting has been in session for two or more hours, may suspend the Lake Board's business and evaluate the remaining items on the agenda. The Lake Board shall then decide to finish that meeting's agenda, or adjourn the rest of the agenda to another specific date, or finish part of the agenda and adjourn the balance to another specific date. If applicable, such action shall include the time, date, and location the Lake Board will reconvene. Any reconvened or new Lake Board meeting shall comply with the OMA. Upon reconvening, a roll call of attendance shall be the first item of business before proceeding with the same agenda. The Lake Board shall resume with the same meeting agenda, proceeding at the same point where the prior meeting let off, without the addition of additional business.
- e. Special Meetings. Special Meetings shall be called either by the Chairperson or by any two members of the Lake Board. Notice of special meetings shall be given to the communities participating in the Lake Board, and to the public, and to members of the Lake Board, at least 18 hours prior to such meeting, and shall state the purpose, date, and location of the meeting. All notices shall comply with the OMA.

## 11. Misconduct

The Lake Board may remove a member of the Lake Board for misfeasance, malfeasance, or nonfeasance (i.e. good cause) in office upon written charges and a public hearing. A community participating in the Lake Board may request consideration for the removal of a member for good cause.

- a. Misfeasance: The performance of a lawful act in an illegal or improper manner.
- b. Malfeasance: The performance of an unlawful act carried out by a public official.
- c. Nonfeasance: The failure to perform a required official duty or legally required act.

## 12. Order of Business: Agenda

The Chairperson shall prepare an agenda for each meeting. The order of business shall be as follows:

- a. Call to Order;
- b. Roll Call;
- c. Approval of Agenda;
- d. Approval of Minutes;
- e. Public Comment (on an agenda item);
- f. Correspondence;
- g. New Business;
- h. Unfinished Business;
- i. Public Comment on a non-agenda item;
- j. Board Comments;
- k. Adjournment.

## 13. Decisions

- a. Parliamentary Procedure. Parliamentary procedure in Lake Board meetings shall be generally governed by Robert's Rules of Order (Newly Revised), to the extent not inconsistent with applicable law.
- b. Tabling. Any member of the Lake Board may make a motion to table an agenda item for the purpose of attaining additional information that will assist the Lake Board in making the best possible decision. Tabling shall be subject to a vote of the Lake Board.

## 14. Lake Board Packets

The agenda and packet of accompanying material shall be emailed to Lake Board members and the communities participating in the Lake Board not later than the Monday that is at least three days prior to the meeting date.

## 15. Fiscal Year

The fiscal year of the Lake Board shall be the same as that of the communities participating in the Lake Board. If the communities participating in the Lake Board have different fiscal years, the fiscal year shall be determined by the Lake Board.

## 16. Indemnification

- a. Whenever any claim is made or any civil action is commenced against any officer, volunteer, or employee of the Lake Board for injuries to persons or property caused by the negligence of the officer, volunteer, or employee while in the course of employment with or acting on behalf of the Lake Board and while acting within the scope of the person's authority, the Lake Board may pay for, engage, or furnish the services of an attorney to advise the officer, employee, or volunteer as to the claim and to appear for and represent the officer, volunteer, or employee in the action. The Lake Board may compromise, settle, and pay the claim before or after commencement of a civil action, pursuant to Act No. 170 of the Michigan Public Acts of 1964, being Sections 691.1401 et seq., of the Michigan Compiled Laws, as amended. Whenever a judgement for damages is awarded against an officer, employee, or volunteer of the Lake Board as a result of a civil action for personal injuries or property damage caused by the officer, employee, or volunteer while in the course of employment with or while acting within the scope of the person's authority, the Lake Board may indemnify the officer, employee, or volunteer or pay, settle, or compromise the judgment.

- b. Any indemnification under subsection (a) shall be made by the Lake Board only as authorized in the specific case upon a determination that indemnification of the officer, volunteer, or employee is proper in the circumstances because the person has met the applicable criteria set forth in subsection (a). Such determination shall be made in either of the following ways:
  - 1) By the Lake Board by a majority vote of a quorum consisting of members of the Lake Board who were not parties to such action, suit, or proceeding; or
  - 2) If a quorum is not obtainable, by the recommendation of independent legal counsel in a written opinion.
- c. The Lake Board may, in the exercise of its discretion, from time to time authorized by resolutions or motions duly adopted, purchase and maintain liability insurance to indemnify and protect the Lake Board against loss or to protect the Lake Board and an officer, employee, or volunteer of the Lake Board against loss on account of an adverse judgment arising from a claim for personal injury or property damage caused by the Lake Board or its officer, employee, or volunteer. The Lake Board may pay premiums for the insurance authorized by this section out of current funds.
- d. These subsections (a) through (d) do not impose liability on the Lake Board. The existence of an insurance policy indemnifying the Lake Board against liability for damages is not a waiver of a defense otherwise available to the Lake Board in the defense of a claim.

**17. Disclosure of Interest**

A Lake Board member who has a conflict of interest regarding any matter before the Lake Board shall disclose that interest prior to the Lake Board taking any action with respect to the matter. The disclosure shall become a part of the record of the Lake Board's official proceedings. Further, any member making such disclosure shall then refrain from participating in the Lake Board's decision-making process relative to that matter.

**18. Bylaw Adoption & Amendments**

These Bylaws shall take effect when adopted by vote of the Lake Board. A copy of the Bylaws adopted shall be distributed to each Lake Board member. These bylaws may be amended at any meeting by a vote of the majority of the members of the Lake Board present, if notice of the proposed amendment was delivered to all members of the Lake Board at least seven days before the meeting at which the amendment is to be considered. To the extent there is any discrepancy between these Bylaws and applicable law, the latter shall control.

\_\_\_\_\_ Chairperson, Bear Lake Lake Board

Date: \_\_\_\_\_

\_\_\_\_\_ Secretary, Bear Lake Lake Board

Date: \_\_\_\_\_