

**BY-LAWS**  
**LAKE FRANCIS IMPROVEMENT DISTRICT, (ISANTI COUNTY)**

**Article 1: Establishment**

Section 1. Established under Minnesota Statute 103B.535 by Ordered by the Isanti County Board of Commissioners on September 6, 2017, and effective 30 days after publication thereof on October 13, 2017.

**Article 2. Name of District**

The name of this organization is: Lake Francis Improvement District, (Isanti County)

**Article 3. Definition of the Lake Francis Improvement District, (Isanti County)**

The Lake Francis Improvement District, (Isanti County) is a non-profit corporation subject to applicable county, state and federal laws.

**Article 4. Purpose**

**Mission Statement**

The Mission of the Lake Francis Improvement District is: **To serve as a steward of Lake Francis, protect and improve the quality of Lake Francis, and enhance the community experience of living on Lake Francis.** The Lake Francis Improvement District will work cooperatively with the Lake Francis Improvement Association and County and State Agencies to continuously refine its goals and develop annual work plans to meet these goals. It will oversee funds collected and expensed to accomplish this mission.

**Goals**

- To manage, and to every degree possible, eliminate the infestation of Curley Leaf Pondweed and other aquatic invasive species.
- To improve the growth of native aquatic vegetation.
- To manage and improve the overall water quality.
- To improve fisheries and other aquatic recreational activities.

**Article 5. Membership**

Section 1 Membership Qualification.

Owners of properties abutting Lake Francis in Bradford Township, Isanti County, Minnesota.

Section 2. Voting Rights

Each Owner Member is entitled to one vote at the Annual District Meeting or at any special District meeting, irrespective of the number of properties owned.

### Section 3. Votes

Votes at all Membership meetings shall be cast in person. Absentee voting is to be available only for the Election of Directors (see 7.4, below).

### Section 4. Transfer of Membership

When a parcel of land is sold, membership shall transfer from the old owners to the new owners. When a parcel is sold on contract for deed, Membership shall transfer from the contract seller to the contract purchaser. When a parcel is leased, Membership shall not transfer from the landlord to the tenant.

## Article 6. Funding

### Section 1. Initial Funding

The initial (first year) funding shall be raised by the Lake Francis Improvement Association, Inc. and include any personal donations or grants received.

### Section 2. Subsequent Funding and Special Projects

- a. Lake Francis Improvement District activities may be funded by the levying of an *ad valorem* property tax solely on property within the District. No establishment or increase in the *ad valorem* property tax will be allowed if it affects the county subject to state-imposed levy limits.
- b. Lake Francis Improvement District activities may also be funded by assessment of costs of projects upon the benefited property within the District in the manner provided under Minnesota Statutes Chapter 429.
- c. Lake Francis Improvement District activities may also be funded by imposition of service charges within the District (Minnesota Statute #428A.05)

## Article 7. Board of Directors

### Section 1. Initial Board of Directors

The Board of Directors of the Lake Francis Improvement District (Isanti County) shall consist of five members. Each board member must own property in the Lake Improvement District. The initial Directors have been appointed by the Isanti County Board of Commissioners on October 4, 2017. One shall serve for a term of one year, two to a term of two years and two to a term of three years.

### Section 2. Board of Directors

Subsequently, Directors shall be elected at the Annual District Meeting in July of each year. A slate of nominees shall be prepared by the Board one month prior to the Annual District Meeting. Directors will be assigned by the Chair when nominated to represent one of the five developed areas around the lake:

- a. Properties accessed by Paradise Trail

- b. Properties accessed by the north end of Dahlia Street
- c. Properties accessed by the south end of Dahlia Street
- d. Properties accessed by the south end of Francis Lake Drive
- e. Properties accessed by the north end of Francis Lake Drive

It is desired that retiring Directors be replaced by electing a Director from members owning property from the same area. If there are no qualified persons willing to serve from a particular area, someone from elsewhere in the District may be elected to represent that area.

### Section 3. Terms

After the first appointed term, Directors shall be elected each year to serve three year terms. An annual term year shall be from the end of Annual District Meeting to the end of Annual District Meeting. No Director may serve more than two successive three-year terms.

### Section 4. Election of Directors

Nominees shall be elected by majority vote of the Members present at the Annual Meeting of the Lake Francis Improvement District (Isanti County). Property owners not present at the Annual Meeting may participate by absentee ballot. Election shall be by secret ballot. Newly elected Directors shall be seated at the next meeting of the Board.

### Section 5. Vacancies

Vacancies on the Board of Directors created mid-term by resignation, disability, or death may be filled by a majority vote of the remaining Directors, subject to approval by a majority vote of the Members present at the next Annual District Meeting as outlined in Article 7 Section 2. A Director elected to fill a vacancy shall serve the unexpired term and may then stand for election to two additional three-year terms.

### Section 6. Removal of Directors

Directors may be removed by a vote of three remaining Board members, or by a majority of the property owners present at an Annual District Meeting.

## **Article 8: Board of Directors Officers**

### Section 1. Officers

All officers of the Lake Francis Improvement District (Isanti County) shall be Directors.

### Section 2. Officer Positions

The officers shall consist of Chair, Vice Chair/Secretary and Treasurer. These officers are the Executive Committee. The Executive Committee may meet from time to time without notice to other Board members for planning purposes and to facilitate the activities of the Board, but may not execute business for the District without due prior notification of all members of the Board.

### Section 3. Election of Officers

Officers will be elected by the Board of Directors from among their numbers at the first Board meeting following any Annual Meeting at which new Directors are elected. Election will be by secret ballot if more than one person is nominated for any office.

#### Section 4. Duties of Officers,

- a. The **Chair** shall preside over all District Board meetings and the Lake Francis Improvement District (Isanti County) Annual Meeting, and shall prepare, or cause to be prepared, all procedural steps and documents required by Article 11, including the Annual Report specified in Section 4.
- b. The **Vice-Chair/Secretary** shall preside in the absence of the Chair, perform other duties as assigned by the Chair, and shall keep accurate records of all meetings of the Board of Directors,
- c. The **Treasurer** shall present a financial statement at each meeting and shall perform all other duties normally associated with this office. The Treasurer shall approve all invoices for services previously approved by the Board of Directors and submit them for payment by the Isanti County Auditor. Annually the Treasurer will submit to the State Auditor a completed “Special District Financial Reporting Form.”

### **Article 9: Directors’ Meetings**

#### Section 1. Meetings

Directors are to hold at least four quarterly meetings annually, in addition to the Annual Meeting of the District Membership, as shall be scheduled by the Chair, or in the Chair’s absence, by a majority of the remaining members of the Executive Committee. Special meetings may be called by the Chair or Vice Chair as directed by the Chair, or by the three other members of the Board of Directors, as may from time to time be required to carry out the activities of the Board. Both quarterly and special meetings of the Board may be conducted via electronic media.

#### Section 2. Notice of Meetings

There shall be at least ten days prior notice given in writing or by e-mail to each Director for any Quarterly or Special Meeting. All meetings must comply with Minnesota open meeting laws.

#### Section 3. Quorum

Any four members of the Board of Directors duly serving shall constitute the necessary quorum for the transaction of business.

### **Article 10: Committees**

#### Section 1. Appointments and Records

The Chair with the approval of a majority of the members of the Board of Directors at any Quarterly or Special meeting may create and appoint committees as deemed necessary. The Convener of each committee, upon its organization, shall be designated by the Chair, and each such Convener shall report quarterly to the Board of Directors their committee’s progress.

#### Section 2. Funds

Should any committee require funds for purposes of its work, the committee shall make application to the Board of Directors in writing with a full statement of the funds required and the purpose for which the funds are to be expended. Upon request of the Board of Directors, the committee shall meet with the Board at any Quarterly or Special meeting thereafter to review the request and secure approval of same. No committee shall expend any funds without the approval of the Board of Directors of the Lake Francis Improvement District (Isanti County). All funds secured by any committee shall be turned over to the Board Treasurer. All funds for any committee shall be disbursed by the Isanti County Treasurer only after approval by the Board of Directors.

## **Article 11: Annual District Meeting**

### **Section 1. Time**

The Annual District Meeting shall be held on the second Saturday following the Fourth of July of each year unless changed by majority vote at the previous Annual District Meeting.

### **Section 2. Notice**

The Annual District Meeting shall be preceded by a minimum of two week's published notice in the newspaper chosen by the Isanti County Board of Commissioners for the County's official notices and by written notice to be mailed at least ten days in advance of the meeting to all Members, and to the County Board, Township Board, Minnesota Pollution Control Agency, and the Commissioner of Natural Resources. If there is a project proposed for the District having a cost in excess of \$5,000, thirty days written notice will be given to all Member property owners within the District.

### **Section 3. Agenda**

At the Annual District Meeting, Member property owners present shall:

- a. Elect one or more Members to fill the vacancies in the Board of Directors;
- b. Approve a budget for the fiscal year;
- c. Approve or disapprove proposed projects by the District having a cost to the District exceeding \$5,000;
- d. Take up and consider other business that comes before them; and
- e. Approve taxes or assessments necessary to satisfy budget requirements.

### **Section 4. Annual Report**

Each year the Board of Directors shall prepare and file a report of the financial condition of the District, the status of all projects within the District, the business transacted by the District, other matters affecting the interest of the District, and a summary of the Directors' intentions for the succeeding years. Copies of the report shall be transmitted to the County Board, Township Board, the Commissioner of Natural Resources, and the Minnesota Pollution Control Agency before November 1 of that year.

## **Article 12: Special Meetings**

Special Meetings of the Lake Francis Improvement District (Isanti County) Membership may be called to discuss pending matters with the same notice required for the Annual Meeting, with the exception that written notice to property owners shall be mailed more than two weeks before the Special Meeting.

### **Article 13: Fiscal Year**

The District fiscal year shall begin on July 1 and end on June 31.

### **Article 14: Expenditure of District Funds**

#### Section 1. Approval

All projects and expenditures of the Lake Francis Improvement District must be submitted to and approved by a majority of the Board of Directors.

#### Section 2. Projects in excess of \$5,000

All projects in excess of \$5,000 must be first approved by the Board of Directors and a majority vote of the Membership at the Annual District Meeting or a Special Meeting of the District.

#### Section 3. Audit

There shall be an annual independent audit of financial records, submitted to the Chair prior to the Annual District Meeting.

### **Article 15: Amendment of By-Laws**

These By-Laws may be amended at any Annual or Special Meeting of the District for which due notice of the proposed change has been issued. Amendments must first be approved by the majority of the Board of Directors, and then approved by majority vote of the Members present at any Annual or Special Meeting.

### **Article 16: Rules of Order**

The rules contained in the current edition of *Roberts Rules of Order (Revised)* shall govern Annual and Special District Meetings regarding procedures and issues not specified in these By-Laws.

### **Article 17: Address**

The address of the District shall be P.O. Box 93, Isanti, MN, 55040.

### **Article 18: Protocol for Document Release**

1. Vice-Chair/Secretary drafts minutes and other documents as directed by the LFID Board during Board Meetings.

2. The Vice-Chair/Secretary shall circulate draft documents to Board members by e-mail when they are available.
3. Board Members should review the documents and notify by e-mail the Secretary of their acceptance or voice comments/concerns. The process may be repeated if suggested changes are significant. When acceptance is expressed by three of five Directors, the Vice-Chair/Secretary shall file the formal record and release documents for broader circulation, discussion, and publication.

### **Article 19: Insurance**

Liability Insurance and Directors' and Officers' Liability Insurance will be obtained through the Minnesota County Insurance Trust in the amount approved by the Board of Directors and the Isanti County Coordinator.

DRAFT