

# **By-Laws of**

## **Big Eagle Lake Improvement District (ELID)**

Approved by ELID Board: March 12, 2024

### Article 1 Establishment and Name

The Eagle Lake Improvement District (ELID) was established 1/2/2024 by the Sherburne County Board of Commissioners in the State of Minnesota. The boundaries of the ELID include all riparian parcels on Big Eagle Lake. Property owners within the ELID as per annual property tax statements shall be considered ELID members. These Bylaws provide a set of operating procedures for the district and establish a code of ethics and conduct.

### Article 2 Mission, Purpose, and Benefits

#### Section A Mission

The mission of the Eagle Lake Improvement District (ELID) is to protect, preserve and enhance Big Eagle Lake. The ELID partners with the Big Eagle Lake Improvement Association (BELIA), the Sherburne County Soil and Water Conservation District (SWCD), and regional or state entities to implement a comprehensive program to alleviate current and possible future ecological stressors and recreational impairment on Eagle Lake, brought about by aquatic invasive species, native plant overgrowth, algae proliferation, excess nutrients, and sedimentation. Additional goals are to improve water quality, fisheries, and habitat.

#### Section B Purpose

The purpose of the ELID:

- 1) for protection, preservation, and rehabilitation of Big Eagle Lake
- 2) to provide a predictable and sustainable source of funding for all related programs and activities.
- 3) to provide funds that complement county, state, federal and Lake Association investments that alone are not sufficient.
- 4) to help in achieving an equitable and stable ongoing funding means to manage water quality, sedimentation, existing aquatic invasive species (AIS), nuisance weeds, algae, and to be positioned to cope with future AIS threats.
- 5) to fund the expansion of curly-leaf pondweed remediation to all infested public and private areas lake-wide.
- 6) to improve water clarity and quality by pinpointing harmful nutrient sources and implementing a reduction plan.
- 7) to help manage fisheries and habitat and maintain and improve their quality.
- 8) to partner with other entities to help facilitate an ongoing comprehensive lake management plan to monitor and improve water quality and address other lake related concerns as needed.

The role of the ELID Directors is to responsibly assert the power and authority that is statutorily available and duly delegated to the ELID Board of Directors by the Sherburne County Board of Commissioners, and in all actions and endeavors move toward fulfillment of the goals and objectives of the district in its interactions with the County, other local and state agencies, and the general public.

#### Section C Benefits

- 1) Property owners and all residents who use Big Eagle will enjoy a cleaner and safer-to-navigate lake that provides better recreational opportunities and improved wildlife habitat.

- 2) A managed lake will maintain and improve property values as well as add to residents' enjoyment. The ELID is also an added way to be eligible for public grants.
- 3) The ELID gives property owners within the ELID the opportunity to participate directly in management and funding decisions regarding the lake.

#### Article 3 Programs and Services

Pursuant to Minnesota statute 103B.551, sub.3, the Sherburne County Board of Commissioners delegates to the ELID the power to undertake water and related land resources activities within the district, including:

- 1) Develop and implement a comprehensive plan to monitor and improve water quality within the district as needed.
- 2) Apply for and receive public or private grants and/or enter into agreements with federal/state/local agencies or private contractors for the study and treatment of issues related to pollution, aquatic species and water related issues.
- 3) Undertake research to determine the condition of water bodies within the district and coordinate and share such research with the Department of Natural Resources, the Pollution Control Agency and other interested agencies including the Soil and Water Conservation District, and the Mississippi River Watershed Association.
- 4) Conduct programs for water quality monitoring, water quality improvements and conservation, including, but not limited to, programs to prevent, monitor, and/or control the infestation of aquatic invasive species.
- 5) Enter into cooperative agreements with federal/state/local agencies to effectuate water quality programs.
- 6) Implement such other programs, plans, studies, or activities as may be approved by the Sherburne County Board of Commissioners from time to time.
- 7) Pursue adoption of the Big Eagle Lake Improvement Association (BELIA) Management Plan and subsequent plans.
- 8) Increase public awareness and use of Best Management Practices targeting the reduction of sedimentation, phosphorus, and salt inputs from upstream and shoreline sources to Eagle Lake.

#### Article 4 Expenditure Authority

Pursuant to Minnesota statute 103B.551, sub3, The Sherburne County Board of Commissioners delegates to the ELID the authority to:

- 1) Acquire property, equipment, or other facilities, by gift or purchase to improve navigation.
- 2) Contract with a board of managers of a watershed district within the lake improvement district or the board of supervisors of a soil and water conservation district within the district for improvements under chapters 103C and 103D.
- 3) Undertake research to determine the condition and development of Big Eagle Lake and the water entering it and to transmit the result of the studies to the Pollution Control Agency and other interested authorities.
- 4) Develop and implement a comprehensive plan to reduce water pollution.
- 5) Conduct programs of water improvement and conservation.
- 6) Receive financial assistance from and participate in projects or enter into contracts with federal and state agencies for the study and treatment of pollution problems and related demonstration programs; and
- 7) make cooperative agreements with the United States or State government or other counties, Cities, townships to effectuate water and related land resource programs.

## Article 5 Fiscal Year and Financing

### Section A: Fiscal Year

The district fiscal year shall be a calendar year starting January 1 and ending December 31.

### Section B. Financing

The ELID shall have the power and authority to fund district programs and activities from anyone or combination of the following:

- 1) Receipts of private and public donations and public or private grants.
- 2) Assessment of costs for projects upon the benefitting property within the district in the manner provided in Minnesota statutes chapter 429.
- 3) Imposition of service charges on the users of lake improvement district services.
- 4) Assessments and service charges shall be approved by the membership at the annual meeting as part of the annual budget.

### Section C. Criteria for Assessment of Fees, Service Charges, or Taxes

- 1) Charge is based on PID (parcel identification) numbers.
- 2) Property must be riparian (waterfront property).
- 3) ELID boundaries must be in accordance with the criteria of Minn. R. 6115.0970, subpage 5, Minn. R. 6115.0920, subpage 5 and Minn. R. 6115.0960, subpage. 3. As determined by the MN DNR. The ruling on ELID boundaries was provided in the findings of the DNR's advisory report to the Sherburne County Board of Commissioners January 2, 2024.
- 4) Single residences/households with property will be charged 1 unit
- 5) Attached same-owner parcels that form the residence will not be charged.
- 6) Lake access property that is owned by the Federal/State of Minnesota/ Sherburne County or local Township(s) are not part of the ELID and will not be charged.
- 7) All service charges to property are proposed by the ELID Board of Directors, voted on by members attending the ELID Annual Meeting and then sent to the Sherburne County Board of Commissioners.

A budget must be approved by a majority of all property owners voting at the Annual Meeting each year. Any Projects in excess of \$5,000 must be approved by a majority of the property owners at an Annual Meeting.

## Article 6 Membership

### Section A: Member Qualification

The ELID is composed of any current owner of property located within the boundaries of the ELID as established by the Sherburne County Board of Commissioners on January 2, 2024.

### Section B: Voting Eligibility and Procedures

Each unique property owner (all owners listed on county tax records as owners of property) is entitled to one vote at the ELID Annual Meeting or any ELID Special Meeting calling for a vote by members. "Owner" means all individual persons who are identified on the deed or other instrument of conveyance, and who have attained the age of majority. "Owner" further means individual property owners per capita, regardless of the size or number of real estate parcels owned. Up to two (2) tax system listed property owners are eligible to vote unless the property is owned under a trust, common ownership, HOA or other legal entity which is eligible for one vote. Proxy votes are not accepted. At the ELID Annual Meeting each eligible property owner must sign in to receive their budget approval and election ballot.

### Section C: Transfer of Membership

Membership is deemed transferred from the former owner(s) to the new owner(s) when real estate within the ELID is sold. In cases where real estate is financed from contract seller to contract purchaser, Membership resides with the party whose name is on the current tax statement. When a real estate sale is financed by contract for deed or similar transaction, Membership is deemed to have been transferred from the contract seller to the contract purchaser when the contract is signed. When real estate is leased or rented, Membership is deemed to have been retained by the landlord, and not transferred to the tenant.

## Article 7 Board of Directors

### Section A: Director Requirements and Elections to the Board of Directors

The Board of Directors of the ELID shall consist of five (5) members. The Board members must own property within the ELID and a majority of the Directors must reside within the ELID. The initial Directors will be appointed by the Sherburne County Board of Commissioners with designated alternating terms of one, two and three years. Thereafter, Directors will be elected by property owner members at the ELID Annual Meeting. No Director may serve more than two (2) consecutive complete terms. Directors may be removed by two-thirds vote of the remaining Board members, or by a majority of property owners present at the next Annual Meeting. A vacancy may be declared if a director is unable or unwilling to serve, if a director fails to attend three (3) consecutive meetings, or if a Director no longer owns property within the District. A Director elected to fill a vacancy shall serve the remaining unexpired term. Property owners not present at the Annual Meeting may participate in the election of the Board of Directors by absentee ballot. Absentee ballots must be received at the address of the ELID no later than two (2) business days prior to the date of the Annual Meeting. Absentee ballots received after that date shall be void.

### Section B: Duties of Board of Directors

The Board of Directors shall have the authority to direct the activities and programs of the lake improvement district only to the extent such authority has been granted to the district by the Sherburne County Board of Commissioners. The Board of Directors may adopt rules of procedure for conducting meetings and shall maintain a public record of all meetings, reports, and financial activities. Such reports and records shall be forwarded to the County at the request of the County Liaison. The Board of Directors shall coordinate the efforts of the ELID with the County, the Department of Natural Resources, the Soil and Water Conservation District, the Elk River Watershed Association, the Minnesota Pollution Control Agency, and other interested agencies, as applicable.

### Section C: Nominations and Elections of Board of Directors

- 1) Absentee ballots shall be made available to ELID members as part of the Annual Meeting notice mailing. Valid absentee ballots are those that are qualified and stamped as approved by the ELID'S Secretary, Treasurer or other Director.
- 2) Applications for ELID Board vacancies may be made by physical mail to the ELID business address no later than 21 days before the Annual Meeting in order to be placed on the ballot that goes out with the Annual Meeting notice, or may be made from the floor at the Annual Meeting. All nominees made from the floor at the Annual Meeting must be present. Each application for an ELID board position shall be required to provide either a written candidate statement with their application or make a verbal candidate statement at the Annual Meeting.
- 3) Board Election Results. Vacancies on the Board of Directors shall be filled by the person or persons receiving the highest number of votes cast, as determined by the ELID Directors and reported at the Annual Meeting at which such election occurs. If an election would result in a majority of the Board not being residents of the District as required by Minnesota Statute,

Section 103B.551, Subd. 1 vacancies on the Board shall be filled in the order of the highest votes received by such candidate(s) as will satisfy the statutory requirement.

#### Section D: Officers/Board of Directors

The officers shall consist of the Chair, Vice Chair, Secretary, and Treasurer. No person can serve as more than one officer. All officers of ELID shall be Directors. Officers will be elected by the Board of Directors from among their numbers at the first board meeting following the Annual Meeting, or at such other times as vacancies may occur.

#### Duties of Officers:

- 1) Chair: The Chair shall preside over all ELID Board Meetings, Annual Meetings, and Special Meetings. The Chair shall ensure that these Bylaws and rules and regulations as adopted by the ELID Board of Directors are enforced. The Chair shall act as the spokesperson for the Board and responsible for signing any contracts or documents on behalf of the ELID as approved by the Board of Directors. The Chair shall, within four (4) months after the Annual Meeting, file an annual report with the Sherburne County Board of Commissioners, Minnesota Department of Natural Resources and Minnesota Pollution Control Agency.
- 2) Vice Chair: The Vice Chair shall assist the Chair. The Vice Chair shall assume the responsibility of the office of Chair in the absence of the Chair, and attend all meetings called by the Chair. In the event of resignation or removal of the Chair, the Vice Chair shall become the Chair immediately and shall serve out the remainder of the Chair's term.
- 3) Secretary: The Secretary shall keep permanent accurate records of all meetings of the Board and regularly submit minutes to the Board, provide notice of regular and special meetings and perform other duties normally associated with this office. Meeting minutes will be sent to all Board members via email within one (1) week after a meeting. Concerns or requests for edits should be received within one (1) week after the minutes are sent. Minutes for each Board meeting shall be placed on the website within one (1) week after approval or as directed by the Board. Minutes from the Board meeting shall be formally approved at the beginning of the next meeting of the Board or by email vote. The Secretary shall maintain copies of all books, documents, and written communication related to the ELID and shall relinquish to the Board these materials upon expiration of term of office.
- 4) Treasurer: The Treasurer shall oversee the books of financial accounts, present a financial state of ELID at each Board meeting and perform all other duties normally associated with this office, including managing accounts, paying bills, securing insurance, ensure timely posting of financial reports on the ELID website subsequent to board review, and providing a financial summary report at the Annual Meeting. The Treasurer shall maintain copies of all books, financial documents, bank documents, tax documents, and the like, and shall relinquish to the Board these materials upon expiration of term of office. If an audit is requested by the Board, the Treasurer must provide the requested information within seven (7) days.

#### Section E: Quorum

A simple majority of the current Board of Directors shall constitute a quorum at any meeting. A simple majority is defined as greater than fifty (50) percent. No action shall be deemed approved unless votes cast in favor of a motion are approved by a majority of the quorum.

#### Section F: Board of Directors Meeting

Directors are to hold regular Board meetings, in addition to the Annual Meeting of Members, and be scheduled by the Board Chair, or in the Chair's absence, by a majority of the remaining Board members. Special meetings may be called by the Chair or by three (3) Board Members as may be required to carry out the business of the Board.

#### Article 8 Annual Meeting

#### Section A: Annual Meeting

The Board of Directors shall hold at least one (1) Annual Meeting. The Annual Meeting will be held in August and the date and time will be set by the members.

#### Section B: Notice

Notice of the Annual Meeting shall be provided by the Board of Directors in accordance with the requirements of Minnesota statute 103B.571, subd2. The Annual Meeting shall be preceded by at least two (2) weeks published notice in the newspaper chosen by the Sherburne County for official notices, and written notice to be mailed to all members at least two (2) weeks prior to the Annual Meeting.

#### Section C: Quorum

A quorum of the board members must be present at the annual meeting.

#### Section D: Agenda

At the Annual Membership Meeting of the ELID property owners present shall:

- 1) Approve previous Annual and Special Membership meeting minutes.
- 2) Elect one or more Board members to fill vacancies in the Board of Directors.
- 3) Approve or disapprove any budget item for the district in excess of \$5000.
- 4) Approve a budget for the fiscal year.
- 5) Approve assessments to satisfy budget requirements.
- 6) Take up and consider other business that comes before them.

#### Article 9 Meeting Rules, Office Location and Official Address

##### Section A: Meeting Rules

All meetings will be held using Robert's Rules of Parliamentary Procedures.

##### Section B: Office Location and Official Address

The principal office will be at the discretion of the Board of Directors, and shall be located in Sherburne County, State of Minnesota and shall be near Big Eagle Lake. The official address of the ELID shall be: Big Eagle Lake Improvement District, P.O. Box 703, Big Lake, MN 55309.

#### Article 10 Annual Report

Each year the Board of Directors shall prepare and file a report of the financial conditions of the district, the status of all projects in the district, the business transacted by the District, other matters affecting the interests of the District, and a discussion of the Directors' intentions for succeeding years. Copies of the report shall be transmitted to the County Board of Commissioners, the Commissioner of the Department of Natural Resources, and the Commissioner of the Pollution Control Agency, no later than four (4) months after the Annual Meeting.

#### Article 11 County Liaison

The Sherburne County Administrator or such other person as the County may designate from time-to-time shall be the liaison between the County and the ELID and may review, on behalf of the County, the ELID programs. The County liaison, or designee, and the Commissioner of the Department of Natural Resources, and their designee, shall be given prompt access to inspect all records, structures, facilities, and operations of the ELID at reasonable

times. The County liaison, or designee, will make an annual report to the Sherburne County Board of Commissioners on the activities and programs of the ELID.

#### Article 12 Committees and Task Forces

The Board of Directors may vote to create committees or task forces as needed for the purpose of completing or implementing specific tasks, projects, or events to benefit the goals of the Big Eagle Lake Improvement District (ELID). The Committee or Task Force Chair shall be approved by a majority of the Board of Directors. The Board of Directors shall authorize and define the powers and duties of all committees and task forces subject to the provisions of these Bylaws. No committee or task force shall commit the ELID to contractual obligation or advocacy or opposition to any question without the specific authority of the Board.

#### Article 13 Personal Liability and Insurance

##### Section A: Personal Liability

No Director shall be personally liable for the debts or obligations of the Big Eagle Lake Improvement District (ELID) of any nature nor shall any of the property of the Directors be subject to the payment of the debts or obligations of the ELID.

##### Section B: Insurance

In order to adequately protect the Big Eagle Lake Improvement District, the Board of Directors will maintain adequate insurance coverage for the district, including Liability Insurance and Directors and Officers Liability Insurance.

#### Article 14 Indemnification

To the full extent permitted by Minnesota law, current and former Directors who are made a party, or threatened to be made a party, to a civil, criminal, administrative, arbitration, or investigative proceeding by reason of their position and activities on behalf of the Big Eagle Lake Improvement District shall be indemnified by the ELID against judgments, penalties, fines, settlements, costs of defense including reasonable attorney's fees, and other losses incurred in connection with the proceeding. Acts of negligence, fraud, and/or criminal conduct shall not be indemnified. This indemnification shall insure to the benefit of the heirs, executors, and administrators of those who are so indemnified. The ELID may obtain insurance to cover this indemnification.

#### Article 15 Amendments

These Bylaws may be amended at any Annual or Special Meetings for which due notice has been given and when such amendment has been approved by the majority of the Board of Directors and approved by majority vote of the members at any Annual or Special Meeting.

#### Article 16 Certification

These Bylaws were adopted by the ELID Board of Directors and ELID property owner members on (date)

---

Sandy McClurg, Secretary