

# DANE COUNTY TOWNS ASSOCIATION

## CONSTITUTION AND BYLAWS

### ARTICLE I. PURPOSE OF ASSOCIATION

To organize, unify and strengthen the governing bodies of the towns of Dane County pursuant to section 60.23 (14) of the Wisconsin Statutes, for the cooperative exercise of the powers, duties, prerogatives and activities authorized by statute, in defense of the interests of the residents and taxpayers of the towns represented in the Association and in furtherance of inter-governmental cooperation to preserve the role of towns as the closest and most responsive local government.

### ARTICLE II. AFFILIATIONS

The Dane County Towns Association shall also be the Dane County Unit of the Wisconsin Towns Association.

### ARTICLE III. MEMBERSHIP

(a) All Dane County Towns meeting requirements of (c) below shall be eligible for full voting membership.

(b) Associate, non-voting memberships may be extended under terms and dues as determined by a vote of a scheduled meeting to other Dane County governmental units, associations and organizations.

(c) The membership dues shall be established by majority vote of a scheduled meeting of the Association duly called and held and shall be paid to the Secretary-Treasurer no later than July 15 of the same year in order to maintain voting membership in the Association.

(d) Special assessments, levies on member towns only shall be determined at a duly called meeting.

### ARTICLE IV. FISCAL YEAR - MEETINGS

(a) The fiscal year of the Association shall be on a calendar year basis.

(b) The annual meeting of the Association shall be held on the second Wednesday in May at 8:00 p.m. at a place selected by the Board of Directors or designated by the Association.

(c) Additional meetings of the Association membership shall be held not less than quarterly at a time and place designated by the Board of Directors or by the majority vote of the Association members at its last regular meeting.

(d) Special meetings of the Association membership may be called by a majority vote of the Board of Directors. A special meeting of the Association membership may also be called on the petition of a majority of the membership, which may be indicated on behalf of each town by signature of the Town Chairperson or resolution of the Town Board, Such a special meeting of the Association membership shall be held not less than two weeks nor more than six weeks following presentation of such petition to the Association President or Secretary-Treasurer.

(e) Meetings may be held on a rotating basis in suitable public facilities throughout the County.

#### **ARTICLE V. VOTING**

A majority of voting member towns shall constitute a quorum for transacting business at a meeting of the Association. Each town shall be entitled to one vote on any issue or election, provided that the town is paid up in membership dues. The adoption of the annual budget and dues may be ratified by a mail ballot of the towns if necessary. The vote of each town shall be determined by a majority vote of each town board, or if only one member from a town is present, the vote cast by such member shall be construed as the vote of such town. The Town chairperson shall vote for the town if the town board members present are tied on a vote.

#### **ARTICLE VI. DISTRICT REPRESENTATION**

For the purpose of fair representation, the towns are hereby grouped in seven districts, with each district entitled to one Director. The districts are set up as follows:

District 1--Bristol, Burke, Sun Prairie, Windsor, York

District 2--Blooming Grove, Cottage Grove, Deerfield, Dunn, Medina

District 3--Albion, Christiana, Dunkirk, Pleasant Springs, Rutland

District 4--Blue Mounds, Montrose, Oregon, Perry, Primrose

District 5--Madison, Middleton, Springdale, Verona

District 6--Berry, Black Earth, Cross Plains, Springfield, Vermont

District 7--Dane, Mazomanie, Roxbury, Vienna, Westport

## ARTICLE VII. BOARD OF DIRECTORS

(a) The terms of Directors shall be for two years, elected at the annual meeting in odd numbered years. The Board of Directors shall determine the policy of the Association consistent, however, with the directives of the membership.

(b) The Board of Directors shall exercise all powers necessary for the purpose and objectives for which this Association has been organized.

(c) The Board of Directors shall meet after the election and elect a President of the Board from among the membership of the Board, and in the same manner, they shall elect a Vice President. The terms of the President and Vice President shall be for two years. It shall be a duty of the President to call meetings of the Board of Directors and for the Board of Directors to call special meetings of the Association, if necessary.

(d) In the event that a vacancy occurs in the Board of Directors during midterm, for any reason, the member towns in that district shall elect a replacement. There shall be a meeting called of the member town boards in the affected district, and those towns shall be notified by the Secretary-Treasurer as to the time and place of the meeting, called for the purpose of electing a new Director. Each member town shall be entitled to one vote. All vacancies shall be filled no later than the next scheduled membership meeting.

(e) The President and Vice President of the Association's Board of Directors shall also serve as President and Vice President of the Association.

(f) Any elected Town Chairman, Supervisor, Clerk, or Treasurer is eligible to be elected to and serve on the Board of Directors. An appointed Town Clerk, Treasurer, or Administrator may be elected to the Board of Directors, with the prior approval of the Town Board by whom they are appointed. If a member of the Board of Directors resigns or is removed from their town office, they also shall cease to be members of the Board of Directors and that director position shall be vacant.

(g) The Board of Directors shall meet after the election referenced in subsection (a) and elect a President of the Board from among the members of the Board. In the same manner, they shall elect a Vice President. The terms of the President and Vice President shall be for two years. Special meetings of the Board of Directors may be called by the President or at the written, faxed or e-mail request of a majority of the Board of Directors, transmitted to the secretary-treasurer. Special meetings may not be held less than 24 hours after written notice of the time, date and place of the meeting is provided to all Board members. Notice is deemed to be provided two days after a notice is mailed or after it is actually delivered to a director.

## ARTICLE VIII. OFFICERS

(a) The President shall be the presiding officer of the Board and the Association. The President shall represent the Association and direct the conduct of the

Association's work on behalf of towns. The President shall represent the adopted position of the membership or Board of Directors. The President may state a position on pending issues if an issue arises which, in the judgment of the President, requires that the Association's position be asserted before the Board or the membership can discuss the matter, but in formulating such a position, the President shall be generally guided by the Association's overall goals and objectives.

- (b) The Vice-President of the Association shall act in place of the President when the President informs the Vice President that the President is incapacitated or unable to attend a meeting or perform a function. If the President is unable due to incapacity to inform the Vice President of the President's incapacity, the Vice President may act as President by agreement of a majority of the Board Directors. In the event of the death, removal from office or resignation of the President, the Vice President shall complete the unexpired term of the President.
- (c) The annual meeting of the Association in odd numbered years shall elect a Secretary-Treasurer for a term of two years who shall serve at the pleasure of the Board of Directors or the Annual Meeting, respectively. The Secretary-Treasurer shall be responsible for the finances of the Association, forwarding necessary or pertinent information to members, and perform such other services as may be required of him or her by the Board of Directors or the Annual Meeting
- (d) Officers and directors of the Association are free to express their personal opinions on issues, but their statements do not represent positions of the Association unless the position has been endorsed by the Board or the membership.

#### **ARTICLE IX. COMMITTEES**

The Board of Directors may appoint committees composed of members of towns to assist in the functions of the Association, including a committee to annually audit the books of the Secretary-Treasurer.

#### **ARTICLE X. SALARIES**

The salary of the Board of Directors, other officers, if any, and the salary and other compensation of the Secretary-Treasurer shall be set by the Annual Meeting.

#### **ARTICLE XI. RULES OF ORDER**

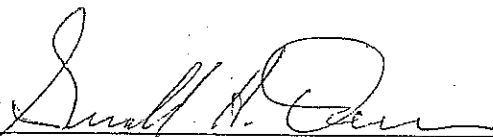
- (a) Robert's Rules of Order, Revised, shall govern parliamentary procedures.
- (b) Notice of the membership meetings shall be made in the Association newsletter. Notice of Board of Directors meetings and special membership meetings shall be made by mail to the Towns.

**ARTICLE XII. AMENDMENTS**

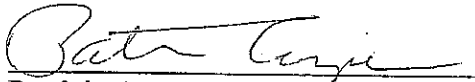
These bylaws may be amended by a two thirds vote of the members present at any regular meeting of the Association. Any proposed amendment shall be published in the agenda of the meeting at which such amendment is proposed to be acted upon, provided at least thirty (30) days notice of proposed action on such amendment shall be given.

This Constitution and Bylaws shall become effective upon adoption.

Passed and adopted by Dane County Towns Association this 12 day of March, 2003.

  
Gerald H. Derr,  
President

**ATTEST:**

  
Patricia Ampe  
Secretary-Treasurer

- ### LEGEND
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  - 853711821326162861203159936974471111555554480" Alphabet
  - 170742364265232572406319987394944444111118960" Alphabet
  - 34148472853046514481263997478988889222237920" Alphabet
  - 68296945706093028962527994957977778444475840" Alphabet
  - 136593891412186057925055989915955556888915680" Alphabet
  - 27318778282437211585011197983191111137777731360" Alphabet
  - 546375565648744231700223959662222275555562720" Alphabet
  - 1092751131297488463400447919324444451111125440" Alphabet
  - 21855022625949769268008958386488889222250880" Alphabet
  - 437100452518995385360179167729777784444101760" Alphabet
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  - 27974428961215704663051467447105777784444102720" Alphabet
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  - 4475908633786512662088232311537288892222251360" Alphabet
  - 89518172675730253241764642230745777784444102720" Alphabet
  - 17903634535146050648352928446151111137777407040" Alphabet
  - 3580726907029210129670585689230222275555814080" Alphabet
  - 71614538140584202593411713784604444451111162880" Alphabet
  - 143229076281168405186823427567288892222251360" Alphabet
  - 286458152