

Village of Sister Bay
Board of Trustees Bylaws
For the Government of the Village Board
(Amended July 15, 2025)

1. Meetings, Regular and Special

The regular meetings of the Sister Bay Board of Trustees shall be held on the third Tuesday of each month at 6:00 P.M. Any two members of the Village Board may call a special meeting, with a signed request presented to the Village Clerk, a minimum of 48 hours prior to that meeting. Public Hearings may be scheduled for a time which is agreeable to the majority of the Board and consistent with State Statutes.

2. Quorum

A minimum of four Trustees constitutes a quorum of the Village Board. As soon as the Village Board is called to order roll call shall be taken, noting who is present and who is absent, and the same shall be noted in the official record. If there is not a quorum present, this fact shall be entered in the minutes and the Village Board shall adjourn. Any member of the Village Board who has knowledge of the fact that they will not be able to attend a scheduled Board meeting shall notify the Village Clerk at the earliest possible opportunity. In the event that the projected absence will produce a lack of quorum, the Village Clerk shall notify the Village President. If the Village Clerk is not notified of an absence, it will be recorded as an unexcused absence.

3. Presiding Officer

The President of the Village Board (Presiding Officer), shall, at the hour of the meeting stated on the Agenda, call the Board to order. The Village President shall preserve order and decorum, and decide all questions of order, subject to an appeal, by any member. The Village President has the same rights as a Trustee.

4. Presiding Officer's Duties

At each meeting, the Village President should have at hand:

- a) A copy of the Bylaws;
- b) A copy of applicable parliamentary authority;
- c) A list of committees/commissions and the members of those groups; and,
- d) A memorandum of the complete order of business.

5. Absence of Village President

In the event the Village President is absent at the time of the meeting, the Village Clerk shall call the Village Board to order; and thereupon the Board shall elect one of its own members the President Pro-Tempore.

6. Agenda

The Board acknowledges that the committee structure is an appropriate mechanism to deal with many of the issues facing the Village. In order to take advantage of the knowledge and experience of the committees, Trustees who wish to bring an issue before the Board shall refer the issue to

the appropriate committee for discussion. Committee Chairpersons shall address those requests in a timely manner and submit a committee recommendation to accompany the Trustee's recommendation when the issue comes before the Board. Other board agenda items will be placed on the agenda at the discretion of the Village President and Village Administrator. All items to be a part of the Agenda shall be in the possession of the Village Administrator by the first day of the month. A copy of the Agenda shall be furnished to each Trustee at least forty-eight (48) hours prior to the regularly scheduled monthly meetings of the Village Board or twenty-four (24) hours prior to any Special Board meetings.

7. Term of Office

The terms of the Village President and the Trustees shall be for two (2) years [*statutory*]. All standing committees, elective or appointive, shall serve for one (1) year unless Statutes provide otherwise. Changes in committee names and structure shall be subject to the approval of a majority vote of the Village Board.

8. Committees and Commissions

There are five types of committees: *Standing, Statutory, Ad Hoc, Task Force, and Other Committee Appointments*. Committees, sometimes referred to as Boards, shall be established upon adoption of a Resolution designating the committee name, number of members, purpose and term. Members shall be appointed by the Village President and approved by the Village Board. Ad Hoc Committees and a Task Force shall be dissolved upon completion of the purpose for which it was created; said dissolution shall require Board of Trustees approval.

The President shall serve as ex-officio of all committees, commissions and boards organized by the Village when a quorum is needed to conduct business.

A listing of all the Committees and Commissions, which are in existence at the time of adoption this document, as amended, are as follows:

NAME & TYPE OF COMMITTEE/COMMISSION	MEMBERSHIP
Door County Coastal Byway Commission <i>(Other Committee Appointments)</i>	1 Trustee or Staff Person
Emergency Management and Hazard Mitigation Planning Task Force	Board President, 2 Trustees, County Emergency Management Director or their representative, and the Fire Chief. The Village Administrator and Village Clerk (as Recording Secretary) shall also serve on the task force but shall be non-voting members.

Finance Committee (<i>Standing Committee</i>)	3 Trustees and 2 Citizens (Citizen terms are staggered 2 and 3 year terms)
Fire Board (<i>Standing Committee</i>)	2 Village members and 3 members from the Town of Liberty Grove
Fire District Exploratory Committee (<i>Other Committee Appointment</i>)	1 Trustee or Resident with recognized experience and qualifications, 1 Fire Fighter from the Sister Bay-Liberty Grove Fire Department and the Fire Chief.
Green Tier Legacy Community Committee (<i>Ad Hoc Committee</i>)	Village President or Trustee, Min. 3 Stakeholders
Historical Society (<i>Other Committee Appointment</i>)	1 Trustee who will serve as a Liaison
Holiday Lighting Task Force (<i>Ad Hoc</i>)	4-7 Stakeholders who elect their Chair and Vice-Chair
Housing Committee	5–9 Stakeholders, 3 being Trustees
Library Commission (<i>Standing Committee</i>)	1 Trustee and 2 Village Residents, and 1 Town Board member and 2 Town Residents. A Secretary/Treasurer, who is hired by the Commission, as well as the Sister Bay-Liberty Grove Head Librarian serve as ex-officio non-voting members.
Marina Committee (<i>Standing Committee</i>)	3 Trustees, 2 Stakeholders, and the Marina Manager, who shall serve as an ex-officio non-voting member of the Marina Committee. Two alternates shall also be appointed to ensure a quorum is always present at meetings.
Parking Task Force (<i>Ad Hoc</i>)	4-7 Stakeholders who elect their Chair and Vice-Chair
Parks, Property & Streets Committee (<i>Standing Committee</i>)	3 Trustees and 2 Residents
Personnel Committee (<i>Standing Committee</i>)	3 Trustees
Plan Commission (<i>Statutory</i>)	3 Trustees, 4 Residents, and if available, one ex-officio non-voting Resident or Citizen member with recognized experience and qualifications related to planning and development. The Chairperson shall be the Village President or their appointee. (Terms are dictated by statute and require a three-year term.)

Sister Bay Advancement Association - SBAA - Board of Directors (<i>Other Committee Appointment</i>)	1 Trustee, who shall be a voting member of the SBAA Board and shall also act as the Village Board Liaison to the SBAA.
Technology and Telecommunications Committee (Standing Committee)	1 Trustee and 2 Stakeholders
TIF Joint Review Board (<i>Statutory</i>)	1 Trustee, 1 Resident, 1 representative of the County, 1 representative of the Gibraltar School District and 1 representative of the Northeastern Wisconsin Technical College District
Tourism Zone Commission (<i>Other Committee Appointments</i>)	Based upon room tax collected to date the Village is entitled to have 3 representatives on the Tourism Zone Commission. They serve one-year terms.
Sewer and Water Utilities Committee – Wastewater Treatment Plant, Water, Sewer and Storm Sewer Committee (<i>Standing Committee</i>)	3 Trustees. The Village Administrator and Lead Operator/Utilities Director serve as ex-officio non-voting members.
Village Administration Building Review Task Force (Ad Hoc)	8 Stakeholders
Village Hall Planning Task Force	2 Trustees, 3-5 Stakeholders. The Village Administrator and Village Clerk shall serve as ex-officio, non-voting members.
Zoning Board of Appeals (<i>Statutory</i>)	5 Residents and 2 Resident alternates. (Terms are dictated by statute and require three-year, staggered terms.)

Trustee shall mean an elected Trustee or the Village President of the Village of Sister Bay.

Resident shall mean a person who resides in the Village and is a registered voter or eligible to become a registered voter.

Citizen shall mean a person who is a Village property owner, the owner of a business located in the Village or a person with recognized experience and qualifications for a particular committee, whether they be a resident or non-resident of the Village.

Community Member-at-Large shall mean a person who does not reside in the Village nor do they own land in the Village, but they live in the Sister Bay area, as determined by the Chair of the Committee, and who has expertise or knowledge beneficial to the committee. Community Members-at-Large are appointed only after a sincere attempt to attract committee members has resulted in no citizen or resident interest. Members-at-Large can only serve on ad hoc committees, task forces, or as alternates on the Marina Committee.

Stakeholder shall mean a person with a vested interest in the outcome of a specific Village property, product, action, or service. For purposes of these bylaws, a stakeholder shall not have a financial interest in the property, product, action or service.

Ex-Officio – The Village President, as allowed by these bylaws, who may participate in a meeting solely for the purposes of ensuring a quorum is present at a meeting so official business may be conducted. The President, when serving in an ex-officio capacity, shall have voting privileges. A per diem shall be paid when the President is serving in the ex-officio capacity. Staff and certain committee members, as allowed in these bylaws, can also serve in an ex officio capacity; in such instances the ex-officio person serves the role of providing information and assistance, has no impact on quorum, has no voting privileges, and is not paid a per diem.

9. National Incident Management System

The NIMS training program is intended for all personnel who are directly involved in emergency management and response. This includes all emergency services related disciplines such as EMS, hospitals, public health, fire service, law enforcement, public works/utilities, skilled support personnel, and other emergency management response, support and volunteer personnel. Elected and appointed officials should have a clear understanding of their roles and responsibilities for successful emergency management and incident response. To that end, it is vital that elected and appointed officials understand and receive NIMS training. This training is intended to aid people who don't usually work together to seamlessly respond to and recover from a disaster either natural or man-made. Therefore, FEMA recommends the following training for elected and appointed officials: G-402 Incident Command System (ICS) Overview for Executives/Senior Officials, G-191 Incident Command System/Emergency Operations Center Interface. Within one year of being elected each new Trustee shall meet the minimum requirements to be NIMS compliant outlined by FEMA standards.

10. Consent to Speak

A member desiring to speak shall address the Village President or President Pro-Tempore, when recognized by that person. A member shall confine their remarks to the question under consideration and avoid personalities. Members' remarks must be germane to the question. Statements must have a bearing on the pending motion. To ensure an efficient meeting which allows all interested speakers an opportunity to comment on an agenda item, the President or President Pro-Tempore reserves the right to limit the length of time a speaker may speak on any one agenda item. Rude or derogatory comments made by a speaker may result in the President or President Pro-Tempore refusing to allow the speaker to continue presenting their comments.

11. Motions

Motions shall be prefaced with "I move," and the person making the motion shall then state the action that is to be voted on in a positive form so that the Board is not voting "no" to approve the action.

12. Roll Call Vote

When a roll call vote is statutory or required by the Rules of Order, it shall be automatic. The Clerk or any Board member may call for a roll call vote on any question, and it shall be granted before the decision of the Village President is announced. There shall be no interruption during roll call.

13. Abstaining on Vote

Any member of the Board of Trustees may recuse themselves from a discussion and subsequent action if they feel they have a conflict of interest, or, after discussion determines there may be a conflict, abstain from voting on any question before the Board after notifying the Village President or President Pro Tempore of their intention to abstain and the reason therefore.

14. Out of Order

When declared “out of order” a Trustee, resident or citizen shall immediately submit to the ruling of the Village President or President Pro-Tempore.

15. Interruption of Speaker

When any of the Trustees, residents or citizens are speaking, no one shall entertain any private discourse or in any way interrupt the speaker, except as to a question of order.

16. Public Addressing the Board

A non-member wishing to address the Village Board may gain permission from the Village President or President Pro-Tempore. The Village President or President Pro-Tempore should be aware that the right of the public to attend governmental meetings does not necessarily imply a right to participate in the conduct of those meetings. Absent a public hearing, the public has no inherit right to speak at a Village Board Meeting.

17. Suspension of Rules

These rules may be suspended by a majority roll call vote of the Village Board.

18. Amending Rules

These rules may be amended at any regular session of the Village Board by a majority vote of the Board.

19. Rules of Order

The Rules of Order as adopted shall govern the proceedings of the Village Board, except as may be contrary to Wisconsin Statutes. In such event, the State Statutes shall prevail. Roberts Rules of Order shall apply to those areas these Rules do not cover.

20. Board Member Code of Conduct

The Board of Trustees recognizes the need for decision-making and public responsiveness, which requires a commitment to ethical, business-like, and lawful conduct, including proper use of authority and appropriate decorum when acting as a Board member. Accordingly, each Board member shall:

- a) Commit to regular attendance at Board and Committee meetings unless excused and be properly prepared for deliberation.
- b) Understand and follow all provisions of the Wisconsin Open Meetings Law as well as any other applicable statutes that govern the conduct of elected officials.
- c) Respect the confidentiality appropriate to issues of a sensitive nature and never discuss in public the issues discussed during closed sessions.
- d) Respect, listen to and communicate with fellow Board members and the Village Administrator.
- e) Acknowledge that the authority over Village policies or operations resides in the Village Board and not with individual Trustees.
- f) Make a committed effort to continuing education and to be well informed about issues and trends that could affect the Village, as well as Open Meeting Laws.
- g) Represent all the people of the community while avoiding partisanship based upon special interests.
- h) Keep the best interests of the Village in mind by considering themselves a “Trustee” of the Village and do their best to ensure that the Village is well maintained, financially secure, growing, and always operating in the best interests of those the Village serves.
- i) Be available and responsive to residents by interpreting the needs of citizens to the Village and by interpreting the actions of the Village to citizens without favor of any particular geographic area or interest group.
- j) Make decisions involving the welfare of the community based upon study and evidence, recognizing that personal feelings and other such factors are not conducive to sound decision-making; and always remember that respecting the opinions of fellow Board members is vital. When outside of Board meetings Board members shall avoid making individual pronouncements and public conjectures about Village matters not yet decided by the Board.
- k) Not promise in advance of a meeting how they will vote on any issue, reserving judgment until all the facts have been presented.
- l) Accept the principal of Board unity by supporting the majority decisions of the Board.
- m) Not engage in “self-dealing” or interfere in the conduct of any private business for personal services between any Board member and the organization, except as procedurally controlled to assure openness, competitive opportunity and equal access to “inside” information.
- n) Recuse themselves from discussing or voting on an issue about which they have a conflict of interest.
- o) Not use their position to obtain employment for them, for family members or for close associates. (Should a member desire employment by the Village, they must first resign.)
- p) Respect the Board’s commitment to work with the Village Administrator by:
 - 1) Requesting desired information about programs directly from the Village Administrator;
 - 2) Referring to the Village Administrator’s suggestions for new policies;
 - 3) Seeking the Village Administrator’s professional advice;
 - 4) Refraining from acting on any complaint until the Village Administrator has had an opportunity to investigate it fully and report to the Board; and,

- 5) Supporting Board-approved actions of the Village Administrator and staff.
- q) Understand and respect the separation of Board responsibilities and functions from those of the Village Administrator and staff. The Board’s responsibility is to ensure that the Village is well managed—not to manage the Village.

21. Electronic Participation in Meetings.

The chair of each committee and the Village Board President may authorize committee members and trustees to participate in meetings electronically. Any members connecting electronically need to be visible and available to speak at all times during such meetings. The chair of each committee may decide whether the meeting will be held electronically or in-person, and such decision will be made clear to the public on the agendas of the meetings. Electronic participants must follow the guidelines below:

- a) All participating members can simultaneously hear and see each other during the meeting at all times during the meeting;
- b) All communication during the meeting is immediately transmitted to each participating member, and each participating member is able to immediately communicate to all other participating members; and,
- c) All requirements of the Open Meetings Law are met.

A member participating in a meeting by any means pursuant to this Section shall be deemed to be present in person at the meeting.

22. Expenses

“Committee/Commission/Board meeting” means the convening of a quorum of the members of a Committee, Commission or Board for the purpose of exercising the responsibilities, authority, power or duties delegated to or vested in the Board, Committee or Commission. The Village President and the Trustees shall be compensated for their attendance at meetings per the Ordinance adopted in the fall of the year preceding a Spring election of officers. For any member who does not wish to accept compensation, annually a waiver shall be filed with the Finance Director indicating their intentions to waive said compensation.

23. Electronic Delivery of Information

Board, Committee and Commission members that are part of Standing Committees shall have Agendas, Packets, and Meeting Materials delivered electronically. The Village Board shall annually authorize a sum of monies through its budget to fulfill “at home” printing of materials by Board, Committee and Commission members. These costs shall not exceed the cost of materials.