

RESOLUTION NO. ____ - 2014

**AMENDING THE BYLAWS OF THE UNIVERSITY OF WISCONSIN
BARABOO-SAUK COUNTY CAMPUS COMMISSION**

WHEREAS, in 1966, Sauk County and the City of Baraboo jointly purchased certain real property which was improved and developed on a 50/50 basis to become the University of Wisconsin Baraboo/Sauk County, and in 1969, the University of Wisconsin Baraboo/Sauk County Campus Commission was created and comprised of County and City representatives; and,

WHEREAS, the University of Wisconsin Baraboo/Sauk County Campus Commission has been governed by bylaws since its establishment, and recently, those bylaws have been reviewed, and several changes are recommended; and,

WHEREAS, the University of Wisconsin Baraboo/Sauk County Campus Commission has considered various recommendations for changes, the most significant of which is the ability of the County Board to appoint either the County Clerk or Administrative Coordinator as a representative and for the City Council to appoint either the City Clerk or City Administrator as representative, with other, minor administrative changes indicated on the attached addendum to this resolution.

NOW, THEREFORE, BE IT RESOLVED, by the Sauk County Board of Supervisors met in regular session, that the draft changes to the University of Wisconsin Baraboo/Sauk County Campus Commission bylaws described in the attached addendum are hereby adopted subject to approval by the City of Baraboo Common Council.

For consideration by the Sauk County Board of Supervisors on June 17, 2014.

Respectfully submitted:

UNIVERSITY OF WISCONSIN BARABOO-SAUK COUNTY CAMPUS COMMISSION




PHIL WEDEKIND, CHAIR



TOM GEIMER *vice chair*



SCOTT VON ASTEN



CHERYL GIESE - TREASURER



TOM KOLB, ~~VICE CHAIR~~



ANDREA LOMBARD

REBECCA DEMARS - SECRETARY

FISCAL NOTE: No fiscal impact. *LPB*

MIS NOTE: No MIS impact.

BY LAWS BYLAWS

for the

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UW Center University of Wisconsin Baraboo/Sauk County Campus Commission

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ARTICLE I

Establishment of the Commission

Resolution of August 12, 1969, of the Common Council of the City of Baraboo as amended September 9, 1969, and identical resolution of July 22, 1969, of the Sauk County Board of Supervisors, as amended September 16, provide the established framework under which the UW Center University of Wisconsin Baraboo/Sauk County Campus Commission shall function.

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ARTICLE II

Business of the Commission

Section 1 - Budget.

Until such time as the City of Baraboo and Sauk County shall be relieved of responsibility of sharing campus custodial and maintenance costs with the University of Wisconsin, the Commission, in consultation with the Campus Dean or his/her with the Dean's authorized representative, shall prepare annually by September 1 of each year a budget for the operation and maintenance of the Campus and such budget shall be presented to the Common Council of the City of Baraboo and the Sauk County Board of Supervisors for final approval. The Commission shall prepare its budget in the format required by the City Common Council and County Board of Supervisors. The Commission's account shall be audited annually by the certified public accounting firm that audits the municipal books and records of the City of Baraboo and the cost of such audit shall be charged to the Commission. The Commission shall conduct its accounting and bookkeeping procedures in accordance with the auditing standards utilized by the City of Baraboo and generally accepted accounting principles. Budgeted funds of the Commission shall be kept in a segregated account by the Treasurer. Only investments outlined in Section 66.04(2) Wisconsin Statutes shall be entered into by the Commission. The principal and earned interest of any investments outside the Local Government Investment Pool must be either insured or collateralized to their full value. The Commission will not leverage its investments nor will the Commission invest in derivatives.

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Section 2 - Campus Expansion.

Until such time as the City of Baraboo and Sauk County shall be relieved of providing construction costs for campus expansion or building modifications, the Commission in consultation with the Campus Dean or ~~his/her~~ the Dean's authorized representative shall, as circumstances require, develop campus building plans for joint City/County approval and funding. If approved in the Commission's budget, the Commission may designate an expansion/capital improvement non-lapsing account and add to and carry over fund balances in that account from year to year and the Commission may expend funds from this account as needed for capital improvement projects approved by the City of Baraboo and Sauk County.

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Section 3 - Campus Liaison.

In all matters pertaining to the operation, maintenance or expansion of the buildings and grounds of the campus, the Commission shall serve as the liaison between the campus administration and the respective governing units of the City of Baraboo and Sauk County.

Section 4 - Personnel.

The Campus Dean is recognized as the official custodian of the campus, responsible for this function to the Commission. Such problems relating to custodial personnel as the Dean may wish to present to the Commission for advice and counsel or for final decision shall be part of the continuing business of the Commission.

Section 5 - Insurance.

The Commission shall procure and maintain adequate liability, hazard and property insurance reasonably necessary to protect the interests of the City of Baraboo and Sauk County and for the acts and/or omissions of the Commission, and its agents, and from loss and damage to the property owned by the City of Baraboo and Sauk County. Policies of insurance shall be filed in the office of the City Clerk of the City of Baraboo. The Commission shall further cause all officers having fiscal responsibility to be bonded where appropriate.

Section 6 - Legal Counsel.

The Sauk County Corporation Counsel shall be appointed to act as legal counsel for the Commission to advise it on all matters concerning the Commission and its business. If authorized in the Commission's budget, the Commission may retain

special Counsel to advise and represent the Commission on matters where the Corporation Counsel cannot or will not act on the Commission's behalf.

ARTICLE III

Membership

Section 1 - Voting Members.

The voting members of the Campus Commission shall consist of two members of the Common Council of the City of Baraboo named by the Mayor, two members of the Sauk County Board of Supervisors named by the Board Chairperson, the Clerk or City Administrator of the City of Baraboo at the discretion of the Common Council, the Clerk of Sauk County or the County Administrative Coordinator at the discretion of the County Board, and one public member resident in Sauk County outside the City of Baraboo named jointly by the Mayor and the Board Chairperson. The term of office of appointed members of the Commission shall be established by the Sauk County Board of Supervisors or by the Common Council of the City of Baraboo respectively for their appointed members to the Commission.

Section 2 - Ex-officio Members.

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The Mayor of the City of Baraboo, the Chairperson of the Sauk County Board of Supervisors, the Dean of the Campus and the Campus Superintendent of Buildings and Grounds shall be ex-officio non-voting advisory members of the Commission. At all regular/special meetings, the Mayor or his/her the Mayor's representative may vote for an absent member of the City Council, and the Chairperson of the Sauk County Board of Supervisors or his/her the Chairperson's representative may vote for an absent member of the County Board.

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Section 3 - Vacancies in Membership.

Vacancies in the regular voting membership shall be filled as soon as feasible by the Mayor of the City of Baraboo or the Chairperson of the Sauk County Board of Supervisors, or both, as the case may require.

Section 4 - Sub-Committees.

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Membership on such sub-committees of the Commission as may be established is non-restricted to regular voting members of the Commission but may, at the discretion of the majority of the voting members of the Commission, include other

citizens of Sauk County, these to be appointed ad hoc by the Chairperson of the Commission. All committee memberships shall terminate at the time the regular April meeting is called to order unless such memberships are renewed.

ARTICLE IV

Meetings

Section 1 - Meeting Dates and Times.

Meetings of the Commission to conduct its normal business shall be called by the Chairperson, ~~Vice Chairperson~~ Vice Chairperson, or by the Mayor of the City or the Chairperson of the County Board of Supervisors. All meeting notices and agendas shall be prepared and published in accordance with the Wisconsin Open Meeting laws.

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Section 2 - Legal Holidays.

If the regular meeting time shall fall on a legal holiday, that meeting shall be re-scheduled by the Commission Chairperson on a day and at a time agreeable to a majority of the Commission members.

Section 3 - Special Meetings.

Special meetings of the Commission may be called by any one of the four officers on a day and at a time agreeable to a majority of the voting members.

Section 4 - Place of Meeting.

The administrative conference room of the campus is designated as the place for regular and special Commission meetings unless changed by vote of the Commission.

Section 5 - Quorum.

Four of the seven regular Commission members shall constitute a quorum. If a quorum is present, the majority vote of the regular members present shall be sufficient to transact business. Without a quorum present no meeting for the transaction of business may be called to order.

ARTICLE V

Officers

Section 1 - Principal Officers.

The principal officers shall be a Chairperson, one Vice Chairperson, a Secretary and a Treasurer. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Commission.

Section 2 - Election of Officers.

The officers of the Commission shall be elected annually at the regular May meeting of the Commission or as soon thereafter as may be convenient, except that the Clerk or City Administrator of the City of Baraboo and the Clerk or Administrative Coordinator of Sauk County shall automatically assume the duties of Treasurer and Secretary respectively.

Clerk

Section 3 - Chairperson.

The Chairperson shall be the principle executive officer and shall in general supervise and control all the business affairs of the Commission and appoint committees thereof subject to Commission approval. ~~He/She~~ The Chairperson shall, when present, preside at all meetings of the Commission, countersign checks and sign options, contracts, and other instruments which the Commission has authorized to be executed and in general shall perform all duties incident to the office of Chairperson and such other duties as may be prescribed by the Commission from time to time including the development of meeting agendas in consultation with the Campus Dean.

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Section 4 - Vice Chairperson.

In the absence of the Chairperson or in the event of ~~his/her~~ the Chairperson's death, inability or refusal to act, the Vice ~~Chairperson~~ shall perform the duties of the Chairperson and when so acting shall have all the powers of and be subject to all the restrictions upon the Chairperson; and shall perform such other duties as from time to time may be assigned to ~~him/her~~ the Vice Chairperson by the Chairperson or the Commission.

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Section 5 - Secretary.

The ~~S~~ecretary shall be the record custodian for the Commission, keep the minutes of the Commission meetings, see that all notices are given in accordance with the provisions of these bylaws, be custodian of contracts and correspondence, sign documents as directed by the Commission, provide all Commission members and other designated individuals with notice of meetings and copies of the Commission minutes, maintain a file of the original minutes, and perform such other duties as may from time to time be assigned to ~~him/her~~ the Secretary by the Chairperson of the Commission.

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Section 6 - Treasurer.

The Treasurer shall be responsible for maintaining books of accounts to reflect revenue and expenditure of the Commission, for depositing monies received by the Commission, for drawing checks to cover expenditures approved in advance by the Commission, for billing the University of Wisconsin for its share of approved campus expenditures, for billing Sauk County for its share of approved campus expenditures, and for billing the City of Baraboo for its share of approved campus expenditures.

All disbursements and receipts shall be substantiated by invoices, statements or accounting entries kept in the voucher file to be available for detailed audit.

~~Petty cash in the amount of \$100.00 shall be established in a voucher account by an initial deposit. The Campus Dean or his/her the Dean's authorized agent shall be authorized to write vouchers against this petty cash account and shall be charged with the responsibility of maintaining a voucher file to support such payments and to recap such vouchers monthly for Commission approval. The Treasurer is authorized to maintain a balance in this account of not more than \$100.00. The use of funds from this account for any single expenditure shall not exceed \$50.00.~~

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Section 7 - Resignation and Removal.

~~Any officer (Chair and Vice Chair) of the Commission except the Secretary or Treasurer, may be removed from office with or without cause, at any time, by a majority vote of the members of the Commission. The Secretary and Treasurer shall hold office permanently and may only be removed by the amendment of these bylaws and the approval thereof by the City Council and County Board of Supervisors. Any officer may resign at any time by giving notice to the Commission. Such resignation shall take effect no later than the first Commission meeting following receipt of such notice. Any vacancy in office may be filled by appointment or election by the Commission. The officer appointed or elected shall serve for the remainder of the term of the officer replaced.~~

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ARTICLE VI

Amendments

Section 1 - Procedure for Amendment.

The Commission may from time to time recommend amendment of these bylaws by majority vote of its voting members. The proposed amendment must then be approved by both the Common Council of the City of Baraboo and the Board of Supervisors of Sauk County.

Section 2 - Amendment of Article I.

Article I shall be amended or repealed only by joint resolution of the Common Council of the City of Baraboo and the County Board of Sauk County, Wisconsin.

ARTICLE VII

Miscellaneous Provisions

Section 1 – Naming and Dedication of Facilities.

From time to time, there may be a desire to name or dedicate facilities, portions of buildings, or portions of grounds after an individual or individuals based upon exemplary service, contribution, or other reason. Requests for the naming or dedication of facilities shall be processed as follows:

(a) Any proposal for naming or dedicating facilities, portions of buildings, or portions of grounds shall be brought before the Campus Commission for consideration. Recommendations shall be considered at a meeting of the Campus Commission and may be considered in closed session if authorized by the Wisconsin Statutes.

(b) If the request involves a living individual who has been formally associated with the University of Wisconsin Baraboo - Sauk County College, or has held a paid public office, a waiting period after the period of association or departure from public office is required. Normally, at least five years must have elapsed from the time a person has terminated such association or office to the time of naming or dedication of a facility or portion of property. Exceptions to the waiting period can be made if a gift stipulates that it is contingent upon the naming or dedication of facilities, and the acceptance of the gift was properly approved.

(c) A request to name or dedicate an entire building after an individual or individuals shall require the approval of the City of Baraboo Common Council and the Sauk County Board of Supervisors.

(d) The Campus Commission is authorized to approve the naming of facilities when the naming or dedication involves less than an entire building, such as rooms, wings, athletic fields, or exterior amenities. This authority is subject to the same limitations regarding waiting periods as those pertaining to entire buildings.

Approved by the ~~UWC- University of Wisconsin~~ Baraboo/Sauk County Campus Commission on June 14, 1995.

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Last amendment: ~~May, 2010.~~

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