

CONFIDENTIAL ATTORNEY-CLIENT PRIVILEGE



Attorneys & Counselors at Law

TO: Board of Trustees
Boone County Regional Sewer District

FROM: Chris Pieper

RE: Summary of Revisions to Bylaws for February 21, 2023 Meeting

DATE: February 21, 2023

As a preliminary matter, one sentence that was removed in the revised bylaws failed to appear as removed in the comparison document provided in the Board's packet. The removed sentence stated:
In order to pass any motion made and properly seconded, an affirmative vote by a majority of the members of the Board then present shall be required.

Below is a brief summary of the primary revisions to the Bylaws on the agenda for the Board of Trustees' meeting on February 21, 2023:

- Purpose of the Board is updated from "long range responsibility for wastewater quality within Boone County . . . in order to improve and maintain the health and welfare of" County residents and assistance to smaller municipalities, to the Board is "responsible for the control and operation of the District;"
- References to the Board are changed from "members" to "Trustees" to differentiate from members of the Boone County Commission;
- Adds authority to appoint Trustees if County Commission fails to do so, in accordance with statute;
- Removes Assistant Secretary, Treasurer and Chief Engineer from list of officers (but maintains authority to appoint such positions in non-officer capacity);
- Provides authority for a Trustee to hold over at the end of term as officer until a successor is elected;
- Provides for monthly meetings at the Board's discretion, rather than requiring monthly meetings, and permits meetings in places other than the District office;
- Provides authority to create committees to assist Board in discharging duties, which committees will have powers and duties as assigned by the Board;
- Permits the Board to determine a conflict of interest exists for a Trustee (rather than only the Trustee in conflict determining such exists); and
- Requires the Board to operate in compliance with Sunshine Law, including adoption of Sunshine Law policy.