



WOOD RIVER DRAINAGE AND LEVEE DISTRICT
OF
MADISON COUNTY, ILLINOIS
543 W. MADISON AVENUE
WOOD RIVER, ILLINOIS 62095

15 DECEMBER 2023

ORDINANCE NO.: 2024-01 – BY-LAWS OF THE
WOOD RIVER DRAINAGE AND LEVEE DISTRICT

“Be it ordained by the Commissioners of the Wood River Drainage and Levee District” as follows: That the following rules of order and procedure shall govern the deliberations and meetings of the Commissioners of the Wood River Drainage and Levee District, repealing and replacing the board of Commissioners provisions of Ordinance 06-28-2019 and any other district rules and regulations regarding customs and meeting rules henceforth:

ARTICLE 1 – NAME and PURPOSE

Section 1. The Wood River Drainage and Levee District, (WRDLD) a mutual drainage and levee district incorporated under Illinois Statute (70 ILCS 605/3-2) as amended.

Section 2. The District is a body politic and corporate under the name set forth in such order, with the right to sue and be sued, to plead and be impleaded, to contract and be contracted with, and to have perpetual succession. (70 ILCS 605/3-24).

ARTICLE 2 – QUALIFICATIONS OF COMMISSIONERS

Section 1. No person shall be appointed or elected commissioner of a district who is not an adult resident of Illinois. Neither shall any person be appointed or elected commissioner of a district who does not own land in the district. (70 ILCS 605/4-3 as amended herein).

Section 2. Oath of Commissioners - Bond of Commissioners. Before entering on his duties each commissioner appointed or elected under this Act shall qualify by subscribing to an oath to discharge the duties of his office faithfully and without favor or partiality. He shall also give bond payable to the People of the State of Illinois for the use of all persons interested in an amount to be fixed by the court in election districts or the appointing authority in other districts and with surety to be approved by the appointing authority, which bond shall be conditioned upon the faithful performance of his duties and the faithful application of all moneys that may come under his control. The oath and the bond shall be filed with the clerk of the county in which the proceedings to organize the district were held. In the event that a commissioner furnishes a bond with a corporate surety thereon the premium charged by such surety shall be paid by the district. The court in election districts or the appointing authority in other districts, for good cause shown, may, and when petitioned to do so by a majority of the adult landowners



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owning a majority of the area embraced in the district, shall waive the requirement that a commissioner furnish surety on his bond. (70 ILCS 605/4-4).

Section 3. The Chairman of the Madison County Board or the appointing authority subject to statute is an ex-officio member of the WRDLD board and may make a quorum, vote on any action item, or attend such meeting electronically pursuant to the OMA.

ARTICLE 3 – BOARD OF COMMISSIONERS

Section 1. Meetings

- a. All meetings of the WRDLD shall be open to the public in accordance with the applicable provisions of the Illinois Open Meetings Act (5 ILCS 120/1) as amended.
- b. The board shall meet monthly on the first and third Fridays of every month. Should this meeting fall on a holiday, the meeting will be held on the next Friday or as mutually agreed.
- c. The commissioners shall also hold an annual meeting of the District each September in Wood River, Illinois. In accordance with the OMA, they will adopt an annual meeting schedule which will end with the following September Annual Meeting. Special meetings will be called by the District Secretary at the request of the Chairperson or any two Commissioners. The Commissioners shall keep and preserve a minute book in which their Secretary shall record the proceedings of each meeting by making a brief memorandum of all transactions concerning the District based upon a recording; minutes of the meetings, annual reports by the Auditor and the monthly Treasurers reports will be posted on the WRDLD website or electronically as standards for public access are improved. Both open and closed meeting recordings will be archived in accordance with the OMA by the District Secretary.
- d. Robert’s Rules of Order (latest edition) will govern the meetings of the WRDLD. The board may appoint a knowledgeable individual whom is not a Commissioner as parliamentarian at the annual meeting. The minimum requirement for a meeting quorum is 2 persons.
- e. Commissioners may participate in a meeting by means of conference telephone or similar communications equipment by which all persons participating in the meeting can communicate with each other subject to the restrictions of the OMA. Participation in a meeting pursuant to this section cannot cause a quorum.



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Section 2. General Duties

The commissioners constitute the corporate authorities of the District and shall exercise the corporate functions conferred by law. The commissioners are empowered to:

- a. Adopt and use a corporate seal.
- b. Use funds of the District for any lawful purpose and compromise actions and controversies and employ engineers, attorneys and other employees.
- c. Do all acts necessary for the purpose of surveying, constructing, altering, enlarging, protecting, repairing and maintaining any drain, levee or other work of the District and go upon lands either within or outside of the District for the purpose of examining the same in connection with the work of the District and making surveys, doing no more damage than the occasion may require.
- d. Upon the payment or tender of the compensation allowed, go upon such lands with their agents, employees, contractors and servants, teams, tools, machinery, instruments and other equipment for the purpose of constructing the work of the District and forever thereafter enter upon such lands for the purpose of constructing the work of the District and forever thereafter enter upon such lands for the purpose of protecting, maintaining and repairing the same.
- e. Use any part of any public highway for the purposes of work to be done, provided such use will not permanently destroy or materially impair such public highway for public use.
- f. Authorize any state or federal officer, agent, employee or contractor to go on any lands or rights-of-way of the District for the purpose of inspecting, surveying, constructing, altering, enlarging, protecting, repairing or maintaining any drain, levee or other work of the District.
- g. Enter into agreements with any department or agency of the State of Illinois relative to the use and control of ditches, drains, levees and drainage structures of the District in conjunction with the operation and management of fish preserves and game refuges and the furtherance of any of the purposes of the "Fish Code of Illinois" or the "Wildlife Code of Illinois".
- h. In the corporate name of the District, contract, sue and be sued, plead and be impleaded, and do and perform all acts and things, whether express or implied, that may be reasonably required in order to accomplish the purposes of this Act. (70 ILCS 605/4-14).

Section 3. Specific Duties

The Board of Directors shall manage the business, property, and affairs of the organization, and may exercise and delegate any and all of the powers of the organization as it sees fit, subject only to restrictions



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imposed by The Illinois Drainage Code, (70 ILCS/605) Other applicable Federal or Illinois statutes, and these Bylaws. The WRDL Board of Commissioners responsibilities include, but are not limited to:

- a. Establish or delegate the promulgation of administrative or financial policies.
- b. Authorize operational goals and objectives.
- c. Approve all expenditures and contracts.
- d. Approve Intergovernmental Agreements, Memorandums of Understanding or labor agreements.
- e. Adopt and adjust an annual budget, Levy taxes or annual or special Maintenance Assessments.
- f. Approve appointments not statutorily delegated elsewhere.
- g. Oversight of levees and drainage assets in accordance with recognized standards.
- h. Hire, direct and discharge board appointed and executive personnel on an at-will basis.
- i. Hear and adjust grievances as the final step in labor or contractual disputes.
- j. Authorize bidding and approve contracts and bid specifications subject to Illinois statute.
- k. Perform an annual inspection of the District assets in accordance with 70 ILCS 605/4-15.

Section 4. Number of Commissioners and Compensation

The board shall have up to 3 members. Each commissioner shall receive for his/her services a sum not to exceed \$30 per day (Monday through Friday) for each day he/she is actually engaged in the business of his office, and shall be reimbursed for necessary traveling and other expenses incurred in the performance of his/her duties (Resolution No. 2021-01). Each commissioner shall present to the court an itemized account, under oath, of his claim for services and expenses, which shall be audited by the court and certified by it to the treasurer of the District for payment. (70 ILCS 605/4-13).

Section 5. Term

Board members shall be appointed to three-year terms and are eligible for consecutive terms. Pursuant to Statute, members may fill a resigned term until it expires as appointed by the appointing authority.



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ARTICLE 4 – OFFICERS

Section 1. Officers Subject to Election

At the September Annual Meeting the board will re-organize and elect the following officers of the WRDLD in order, who will serve the fiscal year:

- a. **President** – will preside as Chairperson over all meetings of the WRDLD and will represent the Board and taxpayers of the WRDLD as spokesperson for the District. As Chairperson, he or she will only vote to make or break a tie vote and will be called upon last by the Secretary as required. When a presidential vacancy occurs, a new election will be held.
- b. **Vice-President** – will serve as Chairperson in the event the President is absent.

Section 2. Officers Subject to Appointment

- a. **Attorney** – The President, with the advice and consent of the WRDLD board will appoint an attorney licensed in the State of Illinois who will oversee the legal matters of the WRDLD, serve as spokesperson in the absence of the President, and serve as the District Freedom of Information Act Officer. The selected attorney shall serve as an at-will appointee and is subject to removal by the board for any reason. The salary, benefits or contractual status for this position will be subject to board approval.
- b. **Auditor** - The President, with the advice and consent of the WRDLD board will appoint an Auditor licensed in the State of Illinois as a Certified Public Accountant, who will oversee the financial matters of the board and prepare an annual audit in conjunction with state statute, or serve as directed. The selected auditor shall serve as an at-will appointee and is subject to removal by the board for any reason. The salary, benefits or contractual status for this position will be subject to board approval.
- c. **Engineer** - The President, with the advice and consent of the WRDLD board will appoint a District Engineer or Engineers. The District Engineer(s) shall be a licensed Professional Engineer in Illinois. The selected Engineer shall serve as an at-will appointee and is subject to removal by the board for any reason. The salary, benefits or contractual status for this position will be subject to board approval.

The WRDLD Board may appoint a Parliamentarian for the purposes of appealing a ruling from the Chair. If appointed, the Parliamentarian shall serve as an at-will appointee and is subject to removal by the board for any reason. The salary, benefits or contractual status for this position will be subject to board approval.



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ARTICLE 5 – EMPLOYEES

Section 1. General

Job requirements for all full-time and part-time employees shall be governed by the collective bargaining agreement(s), the employee handbook, individual employment contracts or a combination thereof and as amended herein.

Section 2. Residency

All full-time employees must reside within a 20-mile radius of the District office located at 543 W. Madison Avenue, Wood River, IL 62095, and must be a resident of Illinois.

Section 3. Nepotism

The District believes in hiring and promoting people based on their knowledge, skills, abilities, and potential. As such, hiring members of an existing employee's family is strictly prohibited for full-time and part-time positions.

For the purpose of this policy, "existing employee" shall mean any person employed by the District, including Commissioners.

For the purpose of this policy, "family" shall mean a family member defined as: spouse, partner, parent, stepparent, sibling, step-sibling, child, step-child, aunt, uncle, niece, nephew, grandparent, grandchildren, or cousins. In-laws (or partner's family) are also considered family.

ARTICLE 6 – INDEMNIFICATION

Section 1. General

Unless expressly prohibited by law, the WRDLD shall fully indemnify any person made, or threatened to be made, a party to an action, suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that such person, or such person's testator or in testate, is or was a director, officer, employee or agent of the Corporation or serves or served any other enterprise at the request of the Corporation, against all expenses (including attorneys' fees), judgments, fines and amounts paid or to be paid in settlement incurred in connection with such action, suit or proceeding.



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Section 2. Limitation of Liability

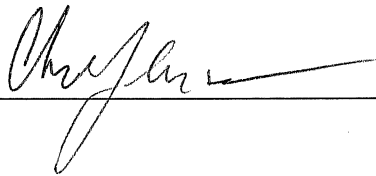
Officers, directors, and other persons who perform services for the WRDLD who do not receive compensation other than reimbursement of expenses ("volunteers") shall be immune from civil liability. Additionally, persons regularly employed to perform a service for a salary or wage ("employees") shall not be held personally liable in damages for any action or omission in providing services or performing duties on behalf of the WRDLD in an amount greater than the amount of total compensation (other than reimbursement of expenses) received during the twelve (12) months immediately preceding the act or omission for which liability was imposed. Regardless of the amount of liability insurance maintained, this limitation of liability for volunteers and employees shall not apply when the injury or damage was a result of the volunteer or employee's willful misconduct, crime (unless the volunteer or employee had reasonable cause to believe that the act was lawful), transaction that resulted in an improper personal benefit of money, property or service to the volunteer or employee, or act or omission that was not in good faith and was beyond the scope of authority of the corporation pursuant to this act or the corporate charter. This limitation of liability shall not apply to any licensed professional employee operating in his or her professional capacity. The WRDLD is liable only to the extent of the applicable limits of insurance coverage it maintains.



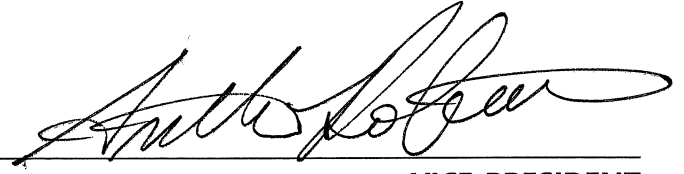
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BE IT SO ORDAINED by the Board of Commissioners of the Wood River Drainage and Levee District in a meeting duly assembled this 15th day of DECEMBER 2023.

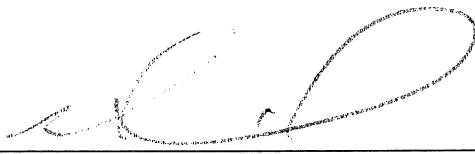
WOOD RIVER DRAINAGE AND LEVEE DISTRICT



PRESIDENT

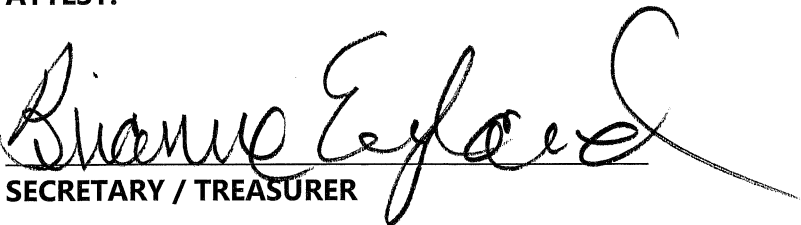


VICE-PRESIDENT



COMMISSIONER

(SEAL)
ATTEST:



SECRETARY / TREASURER



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APPENDIX "A"

Incorporated into these By-Laws by reference:

- a. Reports - Public Records (State Comptroller Act - 15 Illinois Compiled Statutes 405/16.1).
- b. Local Government Advisory Board (State Comptroller Act - 15 Illinois Compiled Statutes 405/22.1).
- c. Local Government Accounting Systems Act (State Comptroller Act - 15 Illinois Compiled Statutes 425/1 & 2).
- d. County Treasurers Training Program (15 Illinois Compiled Statutes 405/23).
- e. Fiscal Responsibility Report Card Act (35 Illinois Compiled Statutes 200/30-30 through 200/30-31).
- f. Governmental Account Audit Act (50 Illinois Compiled Statutes 310/0.01 through 310/11).
- g. County Auditing Law (Counties Code - 55 Illinois Compiled Statutes 5/6-31001 through 31011).
- h. Township Auditing Requirements (60 Illinois Compiled Statutes 1/80-15 and 1/80-65).
- i. Illinois Municipal Auditing Law (Illinois Municipal Code - 65 Illinois Compiled Statutes 5/8-8-1 through 5/8-8-10).
- j. Tax Increment Allocation Redevelopment Act (65 Illinois Compiled Statutes 5/11-74.4-1 through 5/11-74.4-12).
- k. Industrial Jobs Recovery Law (65 Illinois Compiled Statutes 5/11-74.6-1 through 5/11-74.6-50).
- l. Economic Development Area Tax Increment Allocation Act (20 Illinois Compiled Statutes 620/).
- m. Circuit Clerk Annual Audit Reporting Requirements (705 Illinois Compiled Statutes 105/27.8).
- n. County Clerk Notification of Government Creation/Dissolution (15 Illinois Compiled Statutes 405/23.7).
- o. Resolution 2021-01 – Payment Policy for Commissioners of the Wood River Drainage and Levee District.
- p. Employee Handbook of the Wood River Drainage and Levee District, July 2020.